App. F. IX-4

1931

Previous References
G.M 89-2a & 7.8.9.18-23. (G.M)
L.R 514-14-1-3, 5-10.
- 514-14-11-14.
- 409-06-1-4
Mun 2-1899 & 13-32

Letter References.
- 2-1859 - 9-12
- 2-1859 - 1-8

Later refs: G.M 35-38 & 1.
G.M. 35-38, Nos. 2-3.

File No. 440-2

Serial Nos. 1-1

GENERAL AND REVENUE SECRETARIAT.

Serial Nos. 13.

Part B for Jany 1936.

SUBJECT.

Proposal of the Bangalore Race Club to incorporate themselves into a Company.

WD 03607—GPB—22,500—2-8-35

Memorandum and Articles of the Bangalore Race Club.

General and Revenue Secretariat

G M File No. 140 of 1931.

[App. F. III—2

Serial No.

DEPUTY'S OFFICE
17 JUN 1932

OFFICE OF THE SECOND MEMBER OF COUNCIL
17 JUNE 1932
No. 10 S.S.7

From the Hony. secretary, Bangalore Race club
No. 252 dt 28-5-32

Forwards the draft Memorandum and Articles of the Association and requests approval of Govt. for the same.

1) Chief secretary's orders on P.W.D.

G.M. Please register and put up. (Sd) N.R. 2-6-32
Submd as ordered.

dt 7/6. J.S.

Chief Secy 8.6.

For perusal in the first instance. The papers will be resubmitted after examing the Memorandum and Articles in consultation with the Govt Advocate

Second Member
Dewan

MM 12/6/32 DD

MM 13/6/32 DD

We have got to be on our guard in dealing with the Bang. Race Club, & prevent all any attempts they may make, as I believe they will make, to get themselves up as a body independt of Govt. Whatever they would like is that the Race Course ground as their own property.
We must also secure a more effective voice to the Govt. in the club, & not let it—

NOTE—Contn. Sheet.

Serial No.

gd. wish the Law of the British Military appears

JM
17-6-32

1) Please put a copy of the rules of the Club if available & ask for a copy & ~~cott for~~ ask next these papers to II Member for perusal of Deputy Secretary

RM
21/6/32

Urgent
dd
21.6.32

2) Copy of rules is not available. Rules exist in a draft.

Ce
22/6

3) Issue & resubmit.

RM
22.6.32

4) To the Hon. Secretary, Bangalore Club
No. S. 10130 dt 24-6-1932
Requests him to send a copy of Rules of the Club.

5) Submitted as directed above for favr of perusal

Ce
25/6

2nd Member)

dd
25.6.32

6) Ce
26.6.32

RM
27/6/32

From: The Assistant Secretary, B.R.C.
No. 257 dt 27-6-1932
Five copies of Club Rules.

GENERAL & REVENUE SECTION
23 JUN 1932
GEN'L & REV. SECT'T.

OFFICE OF THE
SECRETARY TO COUNCIL
RECEIVED
1945

NOTE—Contn. Sheet.

File No. 140 of 1931. | General and Revenue Secretariat

Subd. with a Copy of Club Rules vide ¶ 5 para 5 supra.

28-6-32 (Chief Secy)

28 JUNE

6/Law

Dnl 4/7/32

11) The Bangalore Race Club propose to incorporate themselves into a company under Section 26 of the Mysore Companies Regulation and have sent up a draft memorandum of Association together with the articles of association for approval of Government.

12) The objects for which the new company is to be established are indicated in article (3) of the Memorandum of association and particular reference is invited to clauses (a),(b),(j) and (k) of this article, which shows that the property now in the possession of the club is to be taken over by the new company and may be used for purposes other than racing. Power is taken in clause (j) for the construction of buildings etc., for purposes of the club and in clause (k) to sell or otherwise dispose of "all or any part of the property and rights of the club".

The history of the Bangalore Race Club shows that it is not a body of persons having ultimate and final control of the Bangalore Race ~~Club~~ Course. The old Race Course which appears to have been appropriated in 1860 for building a Dragoon Barracks seems to have been known as the Race Course of His Highness the Maharaja the late Krishnaraja Wadayar. In consequence of a -

(Vide Govt Advocate opinion Flag C. in L.R. 409-06)

Serial No.

Flag 'J'

representation that there was a necessity for a new race course so as to serve as a training ground for horses and a place of exercise for the riding public, S.Nos.39 to 43, 45 to 47 and 51 of the Mallenahalli Village measuring 92 acres 12 guntas and situated within the Bangalore City Municipal limits were acquired under the Chief Commissioner's orders and assigned as a new race course.

Flag H.

14) Since there was a body of persons known as the Race Course Committee who were experts in the matter, the lands were placed in their possession for use as a race course, so as to carry out the objects for which the lands were acquired. The Committee were not thereby vested with any rights whether of ownership or otherwise in the lands. The actual terms on which they are held by the Committee are defined in G.O.No.R.9746-51/L.R. 514-14-3 dated 7th May 1915, and it is clear that the committee cannot incorporate themselves into a company without contravening the terms of the grant. For in law the act of incorporation amounts to a transfer of the lands from the committee to the company which is a legal person in the eye of law different from the committee or the body of persons promoting or constituting the company, and such a transfer is prohibited in clause (ii) of para 2 of the Government Order above mentioned. That clause contemplates the lands to continue solely in the possession of the Race Course Committee, which is a definite body of individuals and any change in its constitution can at best take place only with th

Flags 'L' & 'K' in L.79 of 1899 sds 13/1932)

Flag 'I'

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31.

permission of Government, express or implied.

15) It does not also appear desirable in this case to permit the club being incporated into a company, as proposed, especially in view of the tendency manifested in clauses (f) and (g) of the memorandum of association. In clause (f), the company contemplates entering "into any arrangement for union of interests, co-operation, reciprocal concession" with outside bodies engaged in similar business and in clause (g) it intends to have negotiations with other Governments and local bodies outside the State. These provisions, if worked out, are certain to lead to unnecessary difficulties in the matter of the control now being exercised over the activities of the Race Course Committee by His Highness as well as by his Government. The legal basis for this control may not be found explicitly mentioned in the Rules governing the Bangalore Race Club, but has to be inferred from the practice that has grown up since the committee came into existence. It is learnt that in almost every activity of the committee, in its business of running the race-course, His Highness exercises an effective control. The Race Course practically continues to be, as it was before 1860, the Race Course of His Highness, but managed and conducted by a committee acting for and on behalf of His Highness. In this view, no advantage is gained but unnecessary complications may arise if the club is permitted to incorporate themselves into a company under the Companies Regulation, 1917.

16) A draft reply to the Secretary

Proposal of the ~~Bangalore~~ Race club to incorporate themselves into a company.

General and Revenue Secretariat — G/1 File No. 140 of 193/. [App. F. III—2

DEWAN'S OFFICE 11 AUG. 1932 Serial No. 985

Law

To put up an amplified draft

mc 9/7

7 AUG 1932

of the Race club is put up ~~for~~ herewith for consideration and orders.

Chief Secy) BNP 7.7.32

13) Resubmitted with a revised Draft, duly referenced, as instructed.

chief Secy) BNP 12/7/32

14) For consideration

Secnd Member 9/8/32 mc 9.8

Dewan ✓

15) I think this is unsatisfactory

10/8/32

16) Bnp. may kindly see Mr Mitchell's approval.

11-8-32

17) A.D.F.N with a fair draft of the letter to the Secy, Race club, is herewith put up.

chief Secy) BNP 13/8

Secnd Member) 13/8/32 BNP 13/8

18) F.N. Signed by Member. 15/8/32

C.S 16/8

19) S.N. put up.

Dewan) 17/8 18-8-32

OFFICE OF THE MINISTER FOR EDUCATION, HEALTH AND LANDS 8 AUG. 1932 No. 1308

OFFICE OF THE MINISTER FOR EDUCATION, HEALTH AND LANDS 13 AUG. 1932 No. 1524

CHIEF SECRETARY'S OFFICE 13 AUG. 1932

DEWAN'S OFFICE 11 12 13/8/ 1932

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31.

7 Proposal of the Bangalore Race Club to incorporate themselves into a Company.

M File No. 140 of 193 /.

General and Revenue Secretariat

Final Note by the Second Member of Council.

Subject:—

Proposal of the Bangalore Race Club to incorporate themselves in to a company under the Mysore Companies Regulation.

These papers relate to the proposal of the Bangalore Race Club t incorporate themselves into a company under the Mysore Companies Regul tion. In accordance with a resolution said to have been passed at thei first annual general meeting held on the 28th May 1932, the Secretary t the Club has sent for approval of Government, a memorandum and article of association as drafted by their Solicitors Messrs. King & Partridge.

When the proposal was submitted for perusal, in the first instance, the Dewan has minuted as follows:-

Page 1 of Office Notes

> "We have got to be on our guard in dealing with the Bangalore Race Club and prevent any attempt they may make, as I believe, they will make, to get themselves up as a body independent of Government. They would like to treat the Race Course grounds as their own property. We must also secure a more effective voice to the Government in this club and not let it get into the hands of the British Military officers."

The proposal, on examination, shows that it involves the transf of the Race Course grounds from the Committee to a new body, which is act of alienation in contravention of one of the essential conditions the tenure under which the Race Course Committee were given possession of the lands in question. Not only is it proposed to bring into existence a new body but to entrust it with powers which are beyond the competence of the present Committee, e.g., powers to use the Race Course for other purposes than racing, to construct buildings without referen to Government, to sell, lease or mortgage the property of the club, to enter into arrangements for "union of interests" with other Race clubs etc., and to have negotiations with Governments and local bodies outsi the State. The exercise of powers such as these by the new company would obviously minimise the control of the Government and alter the basis of the Scheme upon which the Race Course grounds are administere

The

(9

The course of events which led to the Race Course Committee being placed in possession of the Race Course grounds shows that the Bangalore Race Club cannot claim to have ultimate and final control of the Bangalore Race Course. The old Race Course which was appropriated in 1860 fo building a dragoon barracks was the Race Course of His Highness the Maharaja Sri Krishnaraja Wadiyar Bahadur, who had spent over Rs.20,000 in fitting it up with a Race Stand and a Racket Court. In consequence ofa representation made to the then Commissioner for the Government of Mysor that there was necessity for a new race course which would serve as a training ground for horses and a place of exercise for the riding public the present Race Course grounds within the limits of the Bangalore City Municipality, were acquired by the Mysore Government and assigned as a New Race Course. In order to carry out the objects for which the lands were thus acquired, they were handed over to the possession of a Committee consisting of the then Stewards and Secretaries of the several Race meetings at Bangalore. The formation of the Committee was thus a means of enabling representatives of the racing and riding public to have a voice in the management of the Race Course. The Committee were not - - vested with any rights of ownership or otherwise in the lands and the possession that they obtained was for a specific purpose and entirely permissive in its character. A body of individuals constituted and functioning on such a basis cannot transform itself into a company of Shareholders, purporting to exercise rights of proprietorship and independent management.

In these circumstances, I think that the proposal of the Bangalor Race Club cannot be approved and the Dewan agrees in this view.

A draft of a reply to the Secretary to the Race Club is herewith submitted for His Highness' gracious approval.

MEMBER OF COUNCIL.

Bangalore,
15th August 1932.

(10

Submitted to His Highness.

I submit herewith a Final Note by the Second Member of Council on the proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation,

for His Highness' gracious approval.

Mirza M. Ismail

Dewan.

18-8-32

6120 (11)

Record of Cases submitted for the Orders of His Highness the Maharaja.

Subject.

Proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation.

118

Order.

~~KRW~~
22/8/32

C. Secy
MD
24-8-32

Issue & credit
Memo No. R/1105/87 dtd 24/8/32

106

(12

General and Revenue Secretariat.

Proposal of the Bangalore Race club to incorporate themselves into a Company under the Mysore Companies Regulation.

(*)

31. All urgent or confidential files returned with His Highness' orders may in the absence of instructions or indications to the contrary, be ordinarily circulated to the Members of Council for perusal after the issue of orders.

33. The Secretaries concerned should see that orders in the cases referred to above are issued at once and that the files are returned immediately after to the Chief Secretary for circulation to the Members.

34. In all other cases, the files will first be circulated to the Members of Council at Headquarters and then sent to the Secretariat concerned for the issue of orders.

Circulated to Members of Council for perusal of His Highness' orders ~~before~~/after issue of orders. (*Vide Rules* * 31, 33 and 34 of the Subsidiary Rules for the conduct of business of Council in the Manual of Council Rules and Procedure.)

Chief Secretary to Government.

Through the Secretary to Government,

....Department.

1444 27.8

FIRST MEMBER OF COUNCIL. 27.8.32

1560 27/8

SECOND MEMBER OF COUNCIL. 27/8/32

NOTE.—Contn. sheet

6120 J 1029 12

General and Revenue Secretariat — File No. 140 of 1931. [App. F. III—2

Serial No.	
	25) Resub after issue for circulation WR 26/8/32 CB)
	26) Returned after circulation CR 27/8 G.M. Bor with Comp)
	To - The Secretary, Bangalore Race Club. No. G. 1465 of 25-8-1932 Clubs that - the proposal does not commend itself to Govt., for the reasons stated?
	D.O. Letter No: C 106/ dated 12th Oct 1931 from Sir Charles Todhunter forwarding his opinion in the matter of incorporating the Race Club.
	Letter No: 783 dated 22nd Oct from Hon Secy, Club forwarding for information copy of letter of 2nd Oct received from messrs King & Partridge in the same matter.
	27) Sir Charles thinks that the Race Club has some rights, whatever they may be, in the lands forming the Race Course and that what is proposed to transfer to the new company is only those rights. As such he contends that the incorporation cannot be objected to on the ground of its being an alienation in contravention of the Government Order of 1915.

Secs.

MISCELLANEOUS DEPT.

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31.

File No. of 193 . General and Revenue Secretariat

(2) This position appears to be untenable Clause (2) of para 2 of the Government Order of 1915 is as follows :-

"The lands will be held in the sole possession of the Race Course Committee so long as they are utilised for a race course and should on no account be alienated"

) The only right, if it can be called a right, that the Committee possess over the land is therefore a right to continue in possession of the lands so long as they are used for a specific purpose and this right itself is such that it is expressly made inalienable under the conditions of the tenure. It follows as a consequence that the Committee have no power to transfer possession of these lands to any other person or body and the company to be incorporated cannot therefore legally enter into possession of the Race Course grounds except with the consent of Government. It is worth noticing that this consent if given amounts to a fresh grant by Government to the new company and cannot be viewed as validating the act of transfer by the Committee; because that act being ultra vires cannot be ratified.

30) If this were not the correct position and the Club had transferable rights in these lands, it would

Serial No.

would follow that Government may be legally incapable of preventing the proposed incorporation. Neither the solicitors Messrs. King & Partridge nor the Bangalore Race Club seem to contend for such a position. The very fact that approval of Government is asked for to the proposed incorporation shows that the club deems it legally necessary to get such approval before the new company can enter into possession of the Race Course grounds.

3/) The other objections raised in our letter of 25th August 1932 are objections to the granting of the consent of Government asked for to the memorandum and articles of Association. They are mainly based on the ground that several clauses of the memorandum and Articles of Association show that the new body is to be entrusted with powers which are beyond the competence of the present -- Committee, such as the power to use the ~~proceed~~ ground for other purposes than racing, the power to alienate property without reference to Government, the power to combine with other bodies and the power to distribute the assets in case of dissolution for similar purposes.

NOTE—Contn. Sheet

WD 02553—50,000—GPB—8-7 30

32) As regards the power to use the grounds for other purposes, Sir Charles contends that the Government ofder of 1915 does not probibit the grounds to be so used, so long as a race course is maintained. This appears to be in direct conflict with Clause (2) of para 2 of the Government Order cited above. Under that clause, the Committee can have possession of the lands only so long as they are utilised for a race course. It is apparent that lands assigned under Section 39 of the Land Revenue Code for a certain purpose cannot be lawfully used for other purposes.

33) The power to alienate without reference to Government is explained both by Sir Charles and by Messrs. King & Partridge as referring only to property other than the Race Course grounds. This however is not clear from the memorandum or the articles of Association.

34) The power to ~~continue~~ combine with other bodies is explained by Sir Charles as being restricted only to transactions similar to the joining by the Club of a Southern India Race Club, in view of the Royal Calcutta Turf Club. The words used in the memorandum are however too wide and may mean something quite different.

General and Revenue Secretariat | File No. of 193 .

Serial No.

35) As regards the power to distribute the assets in case of dissolution, there has been unfortunately a mistake made in our letter to the club - what was intended to be objected to is the power given to the members of the club in article 8 of the memorandum to determine the institution or institutions to which such asse may be transfered, Government coming in only in case of default by the members to exercise such power.

36) In this connection there is rather an important question that arises for considera-tion. Both Sir Charles and Messrs. King and Partridge speak of the other properties of the Race Club and their assets which are outside the control of Government. It is open to question whether the Race Course Committee, which has eventually developed into the -- Bangalore Race Coub, can, from its very constitution, claim to be a body independent of Govt and capable of acquiring and owning property itself. The lands forming the Race course grounds were acquired by the Government in 1863 and set apart, perhaps under powers similar for a public purpose to Section 39 of the Land Revenue Code, namely that

NOTE--Contn. Sheet

WD 02553—50,000—GPB—8-7 30

that of forming and maintaining a race course "which would serve as a training ground for horses and a place of exercise for the Riding public". They have been treated all along as Government land. A Committee called the Race Course Commi tee consisting of the then stewards and Secretaries of the several race meetings at Bangalore was formed for the purpose of taking over these grounds and using it for the public purpose intended. It is easy to see that the said Committee in maintaining and running a race course was doing business on behalf of the properetors of the land, that is the Government and not on their own behalf. The property that they may have acquired out of such business can therefore belong only to Government and not to the Committee. In this respect the Bangalore Race Club, it seems cannot be a members' club but only a proprietory club. The difference is thus explained at page 729of the Encylopedia of Forms and Precedents Vol.3 :-

"Clubs are either members' clubs, in which the property of the club belongs to the members jointly (being generally vested in trustees for the members); or proprietary clubs, in which the property is vested in a proprietor who gives the members a right to use

Serial No.

7.

use the club house and other property as lon, as they are members of the club. The ~~pxnp~~ proprietor may be an individual or individuals or a limited compay. In the case of a members' club, the entire management of the club is in the members and may be exercised by them jointly in general meeting, or may in accordance with the rules be wholly or partly deputed to a Committee.

37) "In the case of a proprietary club the proprietors generally give a large share in the management to the members or a Committee but usually reserve to themselves the entire control of Financial matters, and the right to be directly represented on the Committee."

38) In Halsham's recent Edition of Halsbury's Laws of England Vol.4, at page 503, it is stated that "the rights and liabilities arising out of contracts made on behalf of proprietary clubs depend on the ordinary rules and principales applicable to the contracts of traders. The Committee, steward and -- Secretary, in regard to the making of contrac must prima facie be deemed to be acting, in the case of a proprietary club, on behalf of the proprietor."

NOTE—Contn. Sheet

WD 02553—50,000—GPB—8-7 30

39) Again at page 483 of the same volume, it is said that in an unincorporated proprietary club, "the property and funds of the club belong to the proprietor who--- usually conducts it with a view to profit. The members in consideration of the payment by them to the proprietor of entrance fees and subscriptions are entitled to make such use of the premises and property, and to exercise such other rights and priveleges, as the contract between them and the proprietor justifies?

40) In the case of the Bangalore Race Club, the agreement entered into in pursuance of the Government order of 1915, does not mention anything about the funds that may accrue to the Committee by the use of the Race Course grounds. Not much attention seems to have being paid at any time to the legal position of the Committee or the club and on many ~~an~~ occasion they have been treated as if they were principals themselves and not merely agents on behalf of Government. It is this that creates much difficulty in accurately understanding what their legal status is at present, though in my humble opinion, there are very good grounds to contend that the Bangalore Race

General and Revenue Secretariat | File No. of 193 .

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9.

Race club cannot claim rights to any property acquired by them out of the profits realised by conducting the business of racing on these Government lands.

Chief Secretary) 26/10/32

156/Law

Letter No: C44/ dated 31st Oct. by Sir C. Todhunter forwarding a Summary of the discussion with the Chief Secy regarding proposal to convert the Race Club into Limited Company -

41) Sir Charles agrees generally with the views stated in the above note and concedes that the Club is more in the nature of a proprietory Club than a Members' Club.

42) There are two things, however, in the present working of the Club which requires some consideration. As now constituted, either the liability of the members of the Club is unlimited or they have no liability at all in the running of the Club business, Government as proprietors taking the said liability. This is unsatisfactory and has to be remedied.

A change in the constitution, therefore, appears necessary. The new constitution has to provide for Government incurring no liability in

NOTE – Contn. Sheet

WD 02553—50,000—GPB—8-7 30

the carrying on of the business of the Race Club by the Members thereof and at the same time should provide for the said members taking only a limited liability in the matter.

43) It is desirable to take advantage of this opportunity to define exactly the position of Government with respect to the Club. Government has to retain an effective control in the management. Now the Executive Committee of the Club consists of 11 members, viz., 6 Stewards and 5 other members, of whom two are nominated by His Highness. It may perhaps be desirable for Government hereafter to nominate a larger number of persons to the Committee.

44) The other conditions as to the right of the Committee to collect fees and use the money for racing and other purposes, the conditions in which the land is to be held by the Committee of ~~and~~ buildings constructed thereon, if necessary, and those regarding the disposal of the property of the Club in case of its being wound up might be, as suggested in paras 7 to 11 of Sir Charles' letter under submission and have of course to be incorporated in the new constitution.

45) As to how the new constitution has to be framed to achieve the abovementioned objects whether by incorporating the Club into a limited liability company or by issuing a license as suggested by Sir Charles or in any other way is a matter which requires further consideration,

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after orders are passed on the exact amount and nature of control that Government wish to have over the activities of the Club.

46) Submitted for orders.

(Chief Secretary) MM

2/11/32

47) Further elucidation is necessary as to the extent of the liability that would be incurred under the existing constitution by

(a) the Committee Members,

(b) the Club Members (including His Highness the Maharaja, His Highness the Yuvaraja and the Dewan who are ex-officio Club Members) and

(c) the Government

if the Club found itself unable to meet its obligations

48) It is clearly necessary that no liability should fall on the Government in connection with the business of the Club. At the same time, the legal rights of Government over the entire property of the club have to be properly safeguarded. It is also desirable that the liability of the Club members should, if possible, be limited to the entrance fee and subscriptions paid by them. If these desiderata cannot be secured under the existing constitution, the question of permitting the Club to be registered under the Companies Regulation may be further considered.

49) In his minute dated 17th June 1932, the Dewan has stated that the Club must be prevented from setting itself up as a body independent of Government and that a more effective voice must be secured to Government

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31

Serial No.

in the affairs of the Club. If the Club is to be incorporated, it must be subject to these conditions. The feasibility of inserting a clause in the company's constitution vesting ultimate control over it in Govt. will be got further examined.

50) One Steward and one Committee Member are now nominated by His Highness. In addition, a Govt. representative has for some time past been co-opted as a Committee Member. There are thus three representatives of the State on the Committee. This arrangement may be maintained in the new constitution. It is perhaps unnecessary to ask for a larger representation. Sir Charles Todhunter suggests that all the nominations may be made in the name of the Govt. instead of His Highness. This is a point for consideration.

51) Under G.O.NO.R9746-51/K.R.514-14-3, dated 7th May 1915, the approval of the Govt. is necessary in several matters. In addition, Sir Charles Todhunter has proposed that the consent of Govt. might be made obligatory for utilising the funds of the Club for purposes other than racing and for the disposal of the property of the Club in the event of its being wound up Perhaps the appointment of the Secretary may also be made subject to the approval of Government.

52) The membership of the Club is limited to 57. The desirability of increasing the number to 100, exclusive of non-resident members, may be considered.

53) His Highness the Maharaja is called a Club Member under the present rules, as well as under the proposed constitution. It is perhaps desirable that His Highness should be referred to under a more

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31

File No. of 193 .

General and Revenue Secretariat

Proposals of the Race Club to convert itself 24.
into a Ltd Coy.

General and Revenue Secretariat G M File No. 140 of 1931. [App. F. III—2

Serial No.

appropriate title.

54) If approved, the papers will be sent to the Govt. Advocate for favour of opinion on the legal aspects of the question.

Deemd Member 4/11/32
Dewan

5.11.32

55) Please send D.F.-A. 6.11.32
Opinion under § 54 above. 7/11/32.

56) Forwarded with compliments to Government Advocate for favour of opinion.

By order
C. V. Srinivasa Chg
8th Nov 32. for General Secretary.

Returned with compliments.

57) It does not seem to be necessary at this stage to discuss whether the Race Club is a Membership Club or a Proprietory Club. As the rights and liabilities of the

WD 70—GBPM—60,000—13-8-31

of the Government and of the Members are now undefined and therefore in many ways uncertain it is necessary to have a definite constitution with defined rights and responsibilities of the Members or the Proprietors.

58) At present, if the Race Club is held to be a Proprietory Club and Government are considered to be the Proprietors they would be held liable in case the Club suffers any losses as their liabilities is not in any way limited. If on the other hand it is held to be a Membership Club the Members or the Committee would be liable. To avoid this undesirable situation the following courses may be considered :-

(a) If the position, that the Government are the Proprietors of the Club, including all its present assets, is conceded, the simplest course would be to lease it out to the Committee or the Members of the Club, so that they may run it on their own responsibility. The Government would not be responsible for any liability incurred in the course of the management of the Club while the properties would all belong to Government. But it is doubtful if under this arrangement, the Race Club could be run as efficiently as could be desired.

(b) A select number of Members may form themselves into an incorporated body with limited liability, Government having a dominant voice in it, and by an agreement authorise the Members of the Race Club to run it on the present lines. The small incorporated body would be the Proprietors of the Club with limited liability. The Members without having any proprietory

rights

Serial No.

rights in it would manage it within the rights that may be granted to them under the Rules or Bye-laws of the Club. This is one of the modes of incorporation of Clubs suggested in ENCYCLOPAEDIA OF FORMS AND PRECEDENTS, Volume III, Page 730, (1903 Edn). This would also to some extent give effect to the ideas in paras 6 and 7 in Sir Charles Todhunter's letter dated the 31st October 1932, but it is doubtful if the present Members of the Club will accept this position.

61) (c) The third course that might be considered is what is suggested by Messrs. Kind & Partridge, with sufficient safeguards in order to protect the interests of Government. The Members would manage the Club themselves and have only a limited liability. It would be a Membership Club.

62) I have suggested some alterations in the draft Memorandum and Articles of Association in order that Government may have an effective voice in the affairs of the Club. They may be further considered if the main principles are accepted by Government.

63) A separate agreement may also be taken from the new incorporated body regarding the land embodying therein the necessary terms and conditions in order to prevent the Members of the Club from making use of the land as they like.

Government Advocate.
30.3.1933

CSN. 64) Subd with reference to para 55 supra.

NOTE—Contn. Sheet.

65) A/S. 3/4/33

Ch: Secy) 1/4/33

WD 70—GBPM—60,000—13-8-31

Proposals of the Bangalore Race Club to convert itself into a Ltd-Coy.

1. File No. 170 of 193 /. | General and Revenu Secretariat

36) Of the three courses suggested by the Government Advocate, the first one of Government remaining the proprietors of the club and allowing the members to run it on their own responsibility under a lease does not appear to be satisfactory. Under such an arrangement either the Government or the members will necessarily have to take unlimited liability.

The second suggestion is to form an incorporated body with limited liability and to make this body the proprietors of the club. Government is to have a dominant voice in this body, which will allow the members of the club to work it under its rules and bye-laws. The club is a purely proprietary club and since the proprietor is an incorporated body, it is easy to limit the liability of the persons forming the incorporation. The members of the club are mere licensees and can incur no liability except that which they undertake when becoming members.

Under this arrangement, Government will have to transfer full rights over the lands and other property to the incorporated body, and Government as such can retain a dominant voice only through its nominees forming the incorporated body. If however it is meant to control the actions of this body through safeguards and conditions imposed in its very constitution, this arrangement practically differs little from the third suggestion made by the Government Advocate, namely of allowing the present club to get itself incorporated and to insist on sufficient safeguards in order to protect the interests of Government. This has another advantage also in that it is likely to be accepted by the present club without much difficulty. There is no necessity to transfer the

Serial No.

the lands absolutely to the new company. It is sufficient, if, as proposed by the Government Advocate, the new Company enters into a separate agreement with the Government regarding the lands forming the race course grounds. This agreement will contain the terms and conditions on which Government allow the company to hold the land.

6) As regards the alterations to be made in the draft Memorandum and Articles of Association, the Government Advocate suggests clauses (b),(e),(f) and (k) of para 3 of the Memorandum to be modified in order to make it -- necessary for the club to obtain previous consent of Government whenever they intend to use the Race course grounds for other purposes such as polo matches, horse and dog shows etc., or to enter into any arrangement for union etc., with other bodies or to sell or otherwise transfer all or any property of the club. Since such -- previous consent is insisted upon in the memorandum itse any act of the new body without such consent would be ultra vires.

7) Clause (m) of the Memorandum gives a general power to the club of lending money to persons and this, the Government Advocate suggests, may be omitted. It is not clear why this alteration is necessary, especially since Government interests are not in any way likely to suffer by the club exercising its power of lending money. Moreov such a power may perhaps be deduced from clauses (l),(n),(o) a (p) read together, and the omission of clause (m) may ther fore not achieve the object aimed at.

NOTE—Contn. Sheet.

5253

File No. of 193 . | General and Revenue Secretariat

1) Para 8 of the Memorandum deals with the disposal of property in case the Company is wound up, the alteration suggested by the Government Advocate vests this power of disposal in the Government and may be approved.

2) As regards the constitution of the Committee in whom vests the management of the club, the Government Advocate suggests that four of them may be nominees of Government. The Committee, according to article 22, consists of 11 members and at present one steward and one Committee Member is appointed by His Highness. A Government member is also co-opted as a committee member. The Chief Secretary in his note of 4th November 1931 considers this representation as sufficient. If the Government Advocate's proposal to alter article 22 is approved Government will have four nominees in a Committee of 12. Article 24 deals with the powers of the Committee. Under clause (b) of this article they appoint or dismiss a Secretary. It is proposed to make this subject to the approval of Government.

These are all the modifications suggested by the Government Advocate. Apart from this it is perhaps desirable to insert a clause vesting a general power of control in Government. If this is desired, article 23 may be amended so as to make the exercise of the powers of the Committee subject to any orders that Government may issue from time to time.

Whether it is desirable to increase the strength of the club from 57 to 100 and under what appropriate title His Highness has to be referred to in the constitution of the club are further points for consideration and orders.

(Chief Secy)

Member

MP 18/4/33

23/4

(82) yes

(83) noted

(84) noted

(85) not necessary

(86) not necessary

(87) noted

OFFICE OF THE FIRST MEMBER OF COUNCIL
24 APR. 1933
No. 5857

GENERAL SECRETARIAT
19 APR.

Re: Memorandum and Articles of the Blore Race C. 784 1,792

General and Revenue Secretariat G. 4- File No. of 1932. [App. F. III—2

Serial No.

75) The rules of the Club have recently undergone some change - a copy of the present rules which cancels from the rules of the Club

by 26/4

76) subd. with a draft.

26/4

77) by 26/4

TYPING SECTION 27. APR. 1933 GEN. & REV. SECTT.

To. The Hon. Secy. B.R. club.
No. S. 7671 dt 27-4-33
Request to send a copy of C club Rules.

from the Asstt. secretary, Blore R
No. 1551 dt 8-5-33.
Forwards a copy of the laws of the club.

78) subd. with reference to para 75 ante.

GENERAL SECRETARIAT 10 MAY 1933 No.

G-en: Secy)

10/5/33

I Member

15/5

15/5

88) Reverse by note on the margin the note of 8-5-33.

89) a draft reply on these lines may be submitted

by 27/5

27/5

NOTE—Contn. Sheet.

WD 0246 -GPB—15,000—22-8-32

526832

File No. of 193 . | General and Revenue Secretariat

90) A draft letter to the Secretary Bangalore Race club on the lines indicated above is herewith submitted for consideration and orders.

DEWAN'S OFFICE 29 JUL 1933 914

91) The club has not till now sent any official reply to our letter of 25th august 1932. As desired by Sir Charles Todhunter, the Hon: Secy, has however forwarded with his letter of 22nd Oct 1932 the copy of the Communication received by him from Messrs Craig & Partridge wherein they state their opinion on our letter of 25th augt.

OFFICE OF THE FINANCE SECRETARY 28 JUL 1933 No. 875

Q.

First Member)

28/7/33

This may now be submitted to the Dewan for approval

29/7/33

93) Submd. to the Dewan.

29/7

94) I agree. The proposals contained in the Draft may be sent to HH for approval.

29/7

30.7.33

31.7.33

OFFICE OF THE FINANCE SECRETARY 31 JUL 1933 No. 958

1st member.

95) Issue instructions please

31/7

D.F.N.

1/8

5266

[App. F. III—2

General and Revenue Secretariat | File No. | of 193 .

DEWAN'S OFFICE 4 AUG. 1933 6059

Serial No.

OFFICE OF THE 2 AUG. 1933 No. 1029

96) A.D.C.N is herewith submitted for consideration.

First Member) BNR 2/8/33

F.N. Signed by Member.

S.N is put up.

CCG 3/8/33

Dewan

Gore 3/8

BNR 4/8

mwl 4/8/33

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31

Submitted to His Highness.

I submit herewith a Final Note by the First Member of Council on the proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation,

for His Highness' gracious approval.

M. Venkatarama Rau

Offg. Dewan.

Bangalore
4th Aug. 33.

Final Note by the First Member of Council.

Subject:—

Proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation.

The proposal of the Bangalore Race Club to incorporate themselves into a limited liability company under the Mysore Companies Regulation was examined and as the terms stipulated in the propose memorandum and articles of association were found not acceptable, the club was informed with His Highness' gracious approval, that f reasons stated in the letter of the 25th August 1932, the proposal did not commend itself to Government.

The matter has been further considerd in pursuance of the views expressed by Sir Charles Todhunter in his letter of the 12th October 1932 and by the solicitors Messrs. King and Partridge in their letter of the 2nd September 1932 to the Secretary of the Clu who has sent a copy of it to Government with his letter dated 22nd October 1932.

It is found that the rights and liabilities of the Governme and of the members of the Club are now undefined and in many ways uncertain. As now constituted, either the liability of the member is unlimited or they have no liability at all in connection with the business of the club, Government as proprietors being the persons liable. It is necessary that no liability should on any account fall on the Government and at the same time the legal rights of Government over the entire property of the Club have to be properly safeguarded.

The matter has been examined from this point of view and th best way of achieving the object seems to be to allow the Race Clu to get itself incorporated if sufficient safeguards are provided for in the new constitution to protect the interests of Government in the property. The new Company to be formed will be required fo this purpose to execute a separate agreement with Government con-

containing the terms and conditions on which the race course grounds would hereafter ~~to~~ be held by them.

Certain alterations in the memorandum and articles of Associa tion are proposed, so as to make it necessary for the Club after incorporation to get the previous consent of Government whenever it is intended to use the race course grounds for other purposes than hors racing or to enter into any arrangement for union, etc. with other bodies in or outside the State, or to sell or otherwise transfer all or any property of the Club. Paragraph 8 of the memorandum is proposed to be altered in order to vest in Government the power of disposal of the Club's property in case it is wound up.

As regards the constitution of the Committee in whom vests th management of the Club, it is considered desirable to provide for th nomination by His Highness of two Stewards and two gentlemen to the Committee instead of one Steward and one gentleman as at present. A general power of control is also proposed to be vested in Government by altering article 23 of the articles of association so as to make the exercise of the powers of the Committee subject to any orders that Government may make from time to time.

D

A draft of a reply to the Secretary to the Race Club is herewith submitted for His Highness' gracious approval. The Dewan has agreed to the proposals contained in the draft.

Page 31 Office Note

Bangalore,
3rd August 1933.

MEMBER OF COUNCIL.

Record of Cases submitted for the Orders of His Highness the Maharaja.

Subject.

Proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation.

68

Order.

~~KRW~~
9/8/33

General and Revenue Secretariat | File No. of 193 .

Serial No.

D.O letter no C96 dated 18th August 1933 from Sir Charles Todhunter stating that H. while not objecting to the proposal would like Sir Mirza Ismail to see the papers before the draft letter is issued to the Club and suggesting further examinat of certain points stated in the letter.

97) "Forwarded with compliments to the I Member" Sd M.N.K. 18/8/33

98) "Received 22-8-33. Asst Secy, Law Dept" Sd K.M

99) Sir Charles Todhunter suggests that the draft letter to the club may be modified so as to bring out the two points noticed in paras 15 and 40 supra, viz.,

(i) that the Race Club practically continues to be, as it was before 1860, the Race Course of His Highness the Maharaja, but managed and conducted by a Committee acting for and on behalf of His Highness, and

(ii) that the Club cannot claim rights to any property acquired by them out of the profits realised by conducting the business of racing on these Government lands.

'A' It is submitted that in para 5 of our letter to the Club dated 25th August 1932, the necessary facts leading to the acquisition of the Race course grounds & the formation of the Race Course Committee have already been mentioned and the two points noticed above are sufficiently implied in paras 6 and 7 of the

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31

said letter. If it is necessary and desirable to -- elucidate these points further in the letter now to issue, paragraph 1 of the draft may perhaps be revised as shown in a separate slip attached to the Off. (105) approved

100) The modification of Article 3(a) of the Memorandum suggested by Sir Charles may be accepted, but the words "on terms and for purposes similar to those" -- under which the Bangalore Race Club have been permitted to utilise them" may perhaps be omitted. If a draft agreement is necessary for further discussion, the -- Government Advocate will be requested to have one prepared at an early date.

101) Sir Charles suggests that the revised draft of Article 8 dealing with the distribution of the property of the Club on dissolution may be modified by adding at the end the words "after duly considering any advice which the Members of the Club may tender in the matter". This may accepted.

102) As regards the Club Members, Article 4 of the articles of Association provide for His Highness the Maharaja and His Highness the Yuvaraja being invited to become such members without election. Sir Charles -- Todhunter says that this provision has been objected to and suggests the removal from this clause the names of their Highness the Maharaja and Yuvaraja. (106) Necessary one

This is for orders as also the point raised -- whether the nominations to the Committee ought not to be made by the Government instead of by His Highness as at present. (107)

Serial No.

103) In the revised draft of Article 23, the powers of the Committee are made subject to such orders as Government may pass from time to time and it is explicitly mentioned that these orders the Committee shall be bound to carry out. Sir Charles says that it is not necessary to emphasise this and therefore wants the words "which the Committee shall be bound to carry out" to be omitted. This suggestion may be accepted.

(108) Yes

104) Article 24 enumerates the powers of the Committee and clause (d) is as follows:-

"to appoint a Club Member to fill any casual vacancy on the Committee or to act for any member of the Committee temporarily absent from India".

This may include vacancies arising from the absence of a nominated member. To avoid this interpretation, Sir Charles suggests the addition of the words "among the elected member of the same" after the words "on the Committee". Perhaps it would be better if the clause is amended as follows:-

"to appoint a Club Member to fill any casual vacancy among the elected members of the Committee or to act for any such member of the Committee temporarily absent from India".

(109) Japan

OFFICE OF THE FIRST MEMBER OF COUNCIL 31 AUG. 1933 No. 1742

Submitted for orders

First Member) 30/8/33

(110) Please see margin.

(111) Merchant Draft framed as above

by 31/8/33

Htm 31/8

NOTE—Contn. Sheet.

WD 0246 —GPB—15,000—22-8-32

File No. of 193 . | General and Revenue Secretariat

(112) A revised draft as directed in para 111 above is herewith submitted.

(113) orders are solicited on the points raised in paras 100 and 101.

(114) If approved the file will now be submitted to Dewan for orders on para 102 as directed by the member in para 107. The points for orders of the Dewan are

i) whether the names of His Highness the Maharaja and His Highness the Yuvaraja may be removed from the list of persons to be invited to become Club members without election ?

and 2) whether it is not desirable that the nominations to the Committee, of two Stewards and two gentlemen are made by Govt instead of by His Highness personally as now provided for in the Club rules ?

GENERAL SECRETARIAT

DEWAN'S OFFICE 12 SEP 1933

Gen Secy) 1/9/33

If Member

Dewan

1/9

1/9

(115) The suggestions made in paras 100 + 101 may be accepted

1 & 5/6

2/9

9/9

9/9

9/9.33

9/9/33

General and Revenue Secretariat | File No. of 193

Serial No.

(116) Appd -
Re nominations th made S. Re Govt of His H
nor. S. His H. personally.
Draft of ltr to the Club may be
shown to Sir Charles Todhunter & his approval
obtained for his views may be ascertained
before it is submitted for His H's orders &
issue of the Club.
Sir Charles will be here on Re 14th, I
understand.

MJ
13-9-33

Ltr 15.9.33.

Letter dated 16th September 1933 from Sir Charles Todhunter suggesting certain further modifications in the draft letter to the club and pointing out the necessity for the c of the agreement proposed to be entered u with the Govt; to accompany the letter.

(117) The suggestions made in paras 100 and 101 above and duly approved by the Dewan, as also the further modifications now suggested by Sir Charles in paras 2, 4 and 6 of his letter have been incorporated in the draft and a typed copy of the revised draft is herewith put up for final approval.

(118) In para 3 of his letter, Sir Charles requests that though the club be given the advantage of the Company Law, they be exempted from using the word

NOTE—Contn. Sheet.

"Limited" in the title. This the Govt can do by granting a license under Sec 26 of the Companies Regulation. The Club has not yet asked for such a license, probably because the question of allowing it to incorporate is still under discussion. When the club agrees to the proposals now made in the draft and resubmits the memorandum & articles of association for approval of Govt, they may ask for a license under Sec 26, and which can then be granted without any objection. There is therefore now no need to mention this in the draft.

(122) I agree S/R

(119) Sir Charles in para 4 of his letter suggests that the draft of the agreement that the new Company has to execute with Govt may now accompany the letter. As stated in para 100 above, if this is agreed, the Govt Advocate will be requested to furnish the necessary draft for the purpose. It is however submitted that since the preparation of the draft of such an agreement would be necessary only if and when the club agrees to the various proposals now made to safeguard the interests of Govt, this may wait till a reply is received to the letter now proposed to issue.

(123) I agree S/R

(120) Another important point now raised by Sir Charles is with respect to the constitution of the executive Committee of the Club. The Committee now consists of 11 members i.e 6 Stewards ~~of whom~~

Serial No.

and 5 members, one Steward and one member being nominees of His Highness. What is now proposed is a Committee of 12, consisting of 6 Stewards and 6 Club members, two Stewards and two members being nominated by the Government. Sir Charles in para 7 of his letter anticipates this proposal to give rise to difficulties, in that if Govt were to nominate two Stewards, who are not racing experts, it is likely that only three places would be left to be filled in by racing experts and the absence of any one of them would leave the Club without the minimum number of Stewards required by the rules for a race meeting. Sir Charles, therefore, suggests that the nomination by Govt may be of only one Steward and two members, which would give Govt a 25% representation instead of the 33⅓% proposed. This is for consideration and orders. If Sir Charles's proposal is accepted, the number of Club members in article 4 would ~~be~~ have to be fixed at 56, ~~and~~ instead of 57 as at present, and the draft letter suitably revised.

(and his letter)

Gen Secy)

121) The draft has been revised in the light of my personal discussion with Sir Charles & submitted for approval above Note also embodies my views. 23/9/33

Office of the Second Member of Council. 3 OCT. 1933 No. 1452

Member) 124) Please see marginal remarks. Sir Charles Gen 30/9.33

Dewan) Suggs to reduce the no of nominated Stewards to one if order. The difficulty mentd by ~~his~~ does not seem to be very

NOTE—Contn. Sheet. No.

14

1149

File No. | of 193 . | General and Revenue Secretariat

him has to be recognised. That will however reduce the nominated member on the Com^ee by one

JGM
5/10

Hm 6/10

125) I am sorry I don't agree. Why should Gujarat which regards as such an unrepresented member? It does not like Bihar. (It is for it and put an end to such anomalies that in all the Suppl. pro in exce

DEWAN'S OFFICE 2385 10. OCT. 1933

GENERAL 17 OCT 1933

Hm
10/10/33

Hm 11.10

126) A.D.F.N is herewith submitted for approval. (Refce para 116 supra)

Gen Secy)

DM
17/10/33

Hm 19-10-33

DM 21/10

Office of the Second Member of Council. 21 OCT. No. 2.3.4.1.

127) Final Note signed by the Member is put-up.

128) Submd with a S.N.

Hm
23/+/33.

Dewan)

Hm 23/10.33

DM 23/10/33

45

210

General and Revenue Secretariat

Proposal of the Bangalore Race club to incorporate themselves into a Company under the Mysore Companies Regulation.

(*)

31. All urgent or confidential files returned with His Highness' orders may in the absence of instructions or indications to the contrary, be ordinarily circulated to the Members of Council for perusal after the issue of orders.

33. The Secretaries concerned should see that orders in the cases referred to above are issued at once and that the files are returned immediately after to the Chief Secretary for circulation to the Members.

34. In all other cases, the files will first be circulated to the Members of Council at Headquarters and then sent to the Secretariat concerned for the issue of orders.

Circulated to Members of Council for perusal of His Highness' orders before/after issue of orders. (*Vide Rules* 31, 33 and 34 of the Subsidiary Rules for the conduct of business of Council in the Manual of Council Rules and Procedure.)

R. Rangachar

Chief Secretary to Government.

Through the Secretary to Government,

.....Department.

3461/4/11

FIRST MEMBER OF COUNCIL. 4/11/30

2770/4/11

SECOND MEMBER OF COUNCIL. 6/11

G. M. 6/11/30

129 Issue done 7/11/30

NOTE.—Contn. sheet

Record of Cases submitted for the Orders of His Highness the Maharaja.

Subject.

Proposal of the Bangalore Race Club to incorporate themselves into a company under the Mysore Companies Regulation.

219

Order.

~~KRW~~
27/10/33

C. Secy
MJ
3-11-33

RJ
3/11/33.

Submitted to His Highness.

I submit herewith a Final Note by the Second *Member of Council* re: Proposal of the Bangalore Race Club to incorporate themselves into a company under - - the Mysore Companies Regulation *for His Highness' gracious approval.*

Mirza M. Ismail
Dewan.

Bangalore,
23rd October 1933.

Final Note by the Second Member of Council. 43

Subject:—

Proposal of the Bangalore Race Club to incorporate themselves into a Company under the Mysore Companies Regulation.

In accordance with His Highness' Orders conveyed in Sir Charles Todhunter's letter of the 18th August 1933, the draft letter proposed to issue to the Club and submitted in the Final Note of the 3rd August 1933 by the First Member of Council has been further examined, and a revised draft is herewith submitted for His Highness' gracious approval.

The modifications made are in the main as follows:-

(i) The point that the Race Club from its very constitution cannot claim rights to property acquired out of the profits realised by conducting the business of racing on Government lands, is emphasised to elucidate the position of Government in proposing the alterations.

(ii) The nominations of two Stewards and two gentlemen to the Committee is proposed to be hereafter made by the Government of His Highness the Maharaja instead of by His Highne personally.

(iii) His Highness the Maharaja and His Highness the Yuvaraja are at present included among the list of persons to be invite to become club members without election. It is proposed t delete this.

The Dewan has agreed to the proposals made in the draft.

S Rajagopal

MEMBER OF COUNCIL.

Bangalore,
22nd October 1933.

C.W. 1149

C. 640

Vasantha Mahal,
Mysore, 7th November 1933.

Dear Mr. Ramaswamy,

I shall be much obliged if you will let me know when the Bangalore Race Club may expect to receive the official letter that was recently approved about the conversion of the Club into a company. I am going in for a Committee meeting on the 11th, and if the letter is ready for despatch, should be glad if it could be delivered at once so that we may consider it at the meeting.

Yours sincerely,

G. Rama Rao

A.S.

Note 8/11

130) Please put up file 8/11

131) Submitted for perusal Gen Secy 8-11-1933

132) Seen Draft put up Please put up a reply to this letter 8/11

8 NOV. 1933
POLL. & REV SECTT.

Today

133) Issue & resubmit with a draft reply to Sir Charles 8/11/33

134) ~~Orders of the Secy, Pub section at 5-20 P.M.:-~~ ~~put up draft and fair of the letter to~~ ~~Sir Charles Todhunter and send these together~~ ~~with the letter to the secretary, Race Club to~~

NOTE—Contn. Sheet.

WD 70—GBPM—60,000—13-8-31

Incorporation of Bible Race club. 503

1165

File No. 140 of 193 /.. General and Revenue Secretariat

General secretary's signature transmissal

8/11

To The Secy. Race Club, Bangalore 5

No. G. 3062 Dt 8-11-1933

Suggests certain alterations in the memorandum of Articles of Assn. for approval of G. & draft, and states that same may be returned for approval of G. after making alterations as noted.

To No. G. 3087 Dt 9-11-1933

Charles Todhunter stating that [illegible]

135) Subs for perusal

10/11

Dev. Secy.

11/11/33

136)

13.11.33.

13/11

GENERAL MISCELLANEOUS BRANCH

10 NOV. 1933

10/11

691

C.S. 149

Discussed in Council on 14-12-33.

.....

SUBJECT. -

CONVERSION OF THE BANGALORE RACE CLUB INTO A LIMITED COMPANY.

.....

137) The Race Club should be asked to convert itself into a Limited Company, more or less on the lines approved by Government.

~~There is no objection~~ .....

138) The views of the Government may be communicate to Mr. N. Madhava Rau and Col. Loch, Dr. Usmon and Lt. Col. Krishne Urs, who may be asked to vote in ~~conformity with the wishes of Government.~~ with Mr Madhava Rau.

.....

MISCELLANEOUS 2742 18. DEC. 1933

139) Asst Secy. G. M., for necessary action.

140) Subd. The file was sent to Gen. Secy for sending on to Mr Madhava Rao. The receipt of the file will be awaited.

Gen. Secy) 20/12/33.

GENERAL SECRETARIAT 20 DEC. 1933 No 939

Mr. Madhava Rao has sent, with the enclosures from the Secretary, No. 1/28/12 dt 21/12. Kindly advise.

141) The file is received and subd. with two drafts.

A.S. Law) 142) For perusal before Issue

Gen Secy) 21/12

Serial No.

From the private secretary to H.H. the Maha
No. C. 943 dt. 16-12-33
Forwards a note which he was to circulate among the members of the Race club committee.

144) (orders of the Dewan on p. 22 D:-
Dewan's orders: sir C. Todhunter's suggestion.
I hope I am right in thinking that you will not press for the insertion in the Articles of Assn. of the clause regarding the proceedings of the committee being subject to the orders of Govt. so long as you have full powers reserved to Govt. by the agreement relating to the holding of the land; and further that you will not object to the nomination of stewards and members of the Committee being left in the hands of H.H. the Maharaja if the Committee are very anxious that matters should be left on that basis.

145) NO

146) NO

Dewan's orders
147) I have told sir Charles that his proposals are had my general approval and that Mr. Madhava Rao would explain the few I will also speak to sir Charles about this when I see him on Monday next."

148) "I would insist that no one who is not a permanent resident in the State should be a steward or a member

NOTE—Contn. Sheet.

WD 0434—GPB—15,000—12-10-33

2988 754

55 Incorporation of Bisbee Race Club into a Ltd Co.

GH File No. 140 of 1931. General and Revenue Secretariat

Serial No.

To Market it be on 18th Feb at 2 P.M. 2 Cee
19.1.34
(2)
(1) 4/Sec 19/1/34
15/9/ Subd. with a draft
R 22/1 mk
160) Issue today &
send the file to the
1st member's office
22/1/34
To. The Hon. Secy. Bangalore Race Club.
No. G 5151 of 22-1-1934.
States that the first Ordy. G.M. will be held
on 1-2-1934 at 2 P.M.
161) The letter is issued and the file
may now be sent to the First member's office
R 22/1 mk
162 The Members saw Mr. P.A. to Mr 22/1
Sullivan & Col. Shaw today at 3 pm
They had a discussion. The latter
have promised to make a reply.
The Board have agreed upon the final
Contract that the Govt have on the
club's working Sch. They wanted to
Relaxation. The members said that while we
would endeavour to meet their wishes in every way
we cannot agree to any relaxation in the
matter of [illegible]

TYPING SECTION
22 JAN 1934
GENL. & REV. SECT

Re: Incorporation of the Bhore Race club into a Ltd Coy. 2988

General and Revenue Secretariat — File No. 140 of 1931. [App. F. III—2

Serial No.

were not in exceptional circumstances - that all — he could not hold out any hope that the prayer would be allowed.

163) The club representation agreed to two Stewards & 2 members of Com. being nominated by Govt.

164) Another reference may be made to

R.R. 12/3/34

M. Govt. No. Finance C.S. R.R. 11/3/34

D.O. letter dated 10-3-34 from Mr. N. Madhava Rao forwarding a Circular received from the Secy of the Race Club enclosing a letter to be addressed to Govt.

Remarks and D.O. letter from

165) subd. for perusal. The points requiring orders will be noted when the letter is received.

(Sd.) R.R. 12-3-34.

I Member. (Sd.) K.M. 13-3-34

Secretary 166) may be subd. for H.H.'s perusal.

(Sd.) M.M.G. 14-3-34.

D.S.N. (Sd.) R.R. 15-3-34

167) Subd. with a D.S.N.

D 14/3. NDB 20/3

To be subd. to Mr. Jagga Rao

168) Please put the revised D.S.N. put up by me typed.

Mr. 20/3 T.S. 3/4

24/3

NOTE—Contn. Sheet.

WD 0434—GPB—15,000—12-10-32

57

Race Club.

GM File No. 40 of 193 | .

General and Revenue Secretariat

Serial No.

bodies or to sell or otherwise transfer all or any property of the club.

ii) to increase the representation of Govt on the Committee by allowing them to nominate 2 stewards & 2 Committee members

& iii) to alter article 23 of the article of association so as to make the exercise of the powers of the Committee generally ~~Sd~~ subject to any orders that Govt may make from time.

(178) Item (ii) is agreed to by the Club and they also agree to make one of the Govt nominees the Hon: Secy. The Club however wants the nominations to be made as at present by His Highness the Maharaja instead of by Govt as proposed in our letter of 9th Nov^r. In para 146 Supra, the Dewan has agreed to this modification, when the same was suggested by Sir Charles.

(179) As regards item (i), the Club doesn't want the memorandum to explicitly mention the need for previous Consent of Govt. They suggest that instead of the words "with the consent of the Govt of Mysore", the words "Subject to the provisions of the agreement with the Govt of Mysore entered into on ...." may be substituted in the several clauses

Serial No.

of the memorandum. The Club agrees that the agreement may contain the necessary conditions for obtaining the previous consent of Govt in the matters covered by these clauses. I think there is no harm in accepting this suggestion of the club. So long as the agreement contains the conditions & this agreement is referred to in the memorandum as controlling the powers of the club, it would be ultra vires for the club to act ~~not~~ in contravention of the covenants laid down in the agreement.

(180) As regards item (iii), the Club takes strong exception to abrogate to an outside body their control over their own committee. But since the 1923 agreement contains a similar provision, the Club agrees to have the condition incorporated in the agreement, and must be executed article 23 of the Articles of Assn will thereby be subject to the provisions of the agreement. This modification is also practically agreed to, though the Club suggests that a Govt order should issue explaining that the powers of ultimate control vested under clause 8 of the 1923 agreement would never be used in the ordinary course.

No objn I think K

(181) The other small alterations suggested in respect of cl (8) of the memorandum and article (4) of the Articles of Assn, may be accepted. The Club suggests that both H. H. the Maharaja & H. H. the Yuvaraj may ~~for~~ continue to be club

NOTE—Contn. Sheet.

WD 0434—GPB—15,000—12-10-38

Incorporation of Blake R
42
Ept. i

File No. 40 of 193

185) Mr Gajapathi Rao to
speak to me about
this in person when he
comes on 16/4/34

members as Patron & Vice Patron respectively.

182) Submitted with reference to 186)
para 173 supra. 4 draft Agreement is
herewith put up as
First member) DNG directed.
10/4/

183) Papers - Re-arrangement of the staff
up — to
11/4/34
RG
11/4/34

187) D.F.N The file put
up to
19/4/34

184.) A draft reply to the Secy, Race
club is put up. The general meeting
of the club is fixed, it is said, for the 3rd may 1934.
& the Secy requests for a reply to reach
him in time.

Chief Secy) DNG
13/4/34

First member) RG
14/4/34
DNG
14/4

14 APR. 1934

OFFICE OF THE
14 APR. 1934
A 8120

188) Signed F.N is placed
in the file. DSN Subj
RG
14/4/34

Dewan

DEWAN'S OFFICE
27 APR. 1934
No. 6705

DNG
24/4/34

189) DNG
29-4-34

Submitted to His Highness.

190) I submit herewith a Final Note by the First Member of Council on the proposal of the Bangalore Race Club to incorporate themselves into a Company.

for His Highness' gracious approval.

Mirza M. Ismail

Dewan.

29-4-34

RG
24/4/34.

Final Note by the First Member of Council.

191)

Subject:— Proposal of the Bangalore Race Club toincorporat themselves into a Company.

With reference to His Highness' gracious orders of the 27th October 1933 approving of the terms of a reply to the Bangalore Race Club on the above subject, I beg to submit herewith the reply of the Secretary of the Club dated the 21st Marc 1934. Before sending this reply, the Club had requested Government to receive a delegation consisting of two members of their Committee, Lt. Col. Glover and Mr. Sullivan, to discuss matters arising out of the questions in issue. The delegation was, as desired by the Dewan, received by me on the 1st February 1934. The gist of the discussion that took place has been recorded in the Chief Secretary's note of the same date in the notes on the file. The delegation urged that the Club could not accept the view taken by Government about the legal relationship subsistin between the Club as now constituted and the Government. No agre-ment could be reached on this point but I made it clear to the delegation that the Government held the view that they had under clause 8 of the existing agreement the right to control the management of the Club and had no intention of giving up this right to the slightest extent but at the same time I assured them that the Government had no idea of interefering i the ordinary administration of the Club so long as they were satisfied that it was on right lines. The delegation requeste and it was agreed that the modifications suggested by the Gover ment in the Memorandum of Agreement may be slightly altered by substituting the words "subject to the provisions of the agreement with the Government of Mysore" instead of "with the consent of the Government of Mysore" in certain clauses. The delegation desired that the nomination of the two stewards and

two members of the Committee of the Club may be by His Highnes
F. and not by the Government. This was agreed to. The delegation further desired that His Highness the Maharaja and His Highness the Yuvaraja may be pleased to continue to be members of the Club as Patron and Vice-Patron respectively. I promised to submit this to His Highness through the Dewan.

N 192) The reply of the Club now received is in accordance with the discussions with the delegation. The points raised have been further examined in the Law Secretariat and it is considered that the modifications proposed will not weaken the control of the Government over the affairs of the Club.

B 193) I now submit the draft of a reply to the Club together with the draft of a revised agreement to be entered into with the Club and solicit His Highness' gracious approval thereto.

C

Bangalore,
23rd April 1934.

FIRST MEMBER OF COUNCIL.

Record of Cases submitted for the Orders of His Highness the Maharaja.

Subject.

Proposal of the Bangalore Race Club to incorporate themselves into a Company.

566.

Order.

~~KRW~~

4/5/34

Secy
6-5-34

RB
7 5/34.

565

General and Revenue Secretariat

Proposal of the Bangalore Race club to incorporate themselves into a company.

(*)

31. All urgent or confidential files returned with His Highnes ' orders may in the absence of instructions or indications to the contrary, be ordinarily circulated to the Members of Council for perusal after the issue of orders.

33. The Secretaries concerned should see that orders in the cases referred to above are issued at once and that the files are returned immediately after to the Chief Secretary for circulation to the Members.

34. In all other cases, the files will first be circulated to the Members of Council at Head-quarters and then sent to the Secretariat concerned for the issue of orders.

Circulated to Members of Council for perusal of His Highness' orders before/after issue of orders. (*Vide Rules* 31, 33 and 34 of the Subsidiary Rules for the conduct of business of Council in the Manual of Council Rules and Procedure.)

R. Rangaiah

Chief Secretary to Government.

Through the Secretary to Government,

.....Department.

8770/8/5

FIRST MEMBER OF COUNCIL. 9-5-34

7230/7/5-

SECOND MEMBER OF COUNCIL.

TYPING SECTION. 10. MAY 1934 GENL. & REV. SECTT.

NOTE.—Contn. sheet.

8/5

9/5

8/10/5

195) Issue pond 10/5/34

Re: Reorporation of the Race club into a Coy. 67

2988

General and Revenue Secretariat | GM | File No. 140 of 193 7. | [App. F. III—2

Serial No.	
9	To the Honorary Secretary, Bangalore Race club, No. G. 7527 Dr 10-5-34 Conveys approval of Govt. to the reconstitution of the Bangalore Race Club, by incorporating under the Mysore companies Regulation, subject to certain safeguards. 196) If approved, the file will be closed now. Kind attention is, however, invited to the fact that no action is taken at present on the draft of a revised agreement to be entered into with the Race club and which is approved by His Highness. R 21/5. WR (Asst. Secy Law) 197) This file cannot be closed now. A further Communication from the Race club after the general body accept the proposals is to be awaited. It is then that the agreement is to be sent & duly executed. WR 21/5/34
1	From the secretary to the Bgre Race club,
GM 10 WR 21/5	No. 392 Dr 24-5-34 Requests for a copy of draft agreement.

NOTE—Contn. Sheet.

WD 01536—GPB—7,500—5-4-34

68

Re: Reclassification of the Race club

2946 - 5299

GPH File No. 140 of 1931.

General and Revenue Secretariat

198) The Race club wants a copy of the draft agreement under which the company will be permitted to utilise the govt. lands now in possession of the club. subd. for riders.

199) As regards the other request re: the grant of a free-hold title to a site for the quarters of the Asstt. secretary, action will be taken separately on receipt of the connected file C.G.M. 76-33-5) bearing G.M.D. No. 4599, ~~on the subject~~ from H.H. It was sent there on 23-5-34.

Refer para 197

29/5. (P.S. to Secy Law)

29/5 200) Copy of the draft agreement already approved may be sent now and the Secy informed that as regards the construction of quarters on the old ridingschool site, ~~a separate permission~~ there is no need to mention anything in this agreement - what would be necessary is only permission of govt for such construction under cl(4) of the agreement and this matter has to be dealt separately.

(Dep Secy) 29/5

Secretary Please put up with drft

201)

29.5.

2015/34

29 MAY 1931
4381

1138

Incorporation of the Bloe Race club 64

S-299

General and Revenue Secretariat — G/1. File No. 140 of 193/ — [App. F. III—2

Serial No.

202) Subd. with two drafts.
M 31/5 WR — ASSt-Secy Law
for approval
DevSecy) 31/5

203) clean dupe MW 2.6.

204) Subd with typed drafts.
M 5/6 WR
DevSecy) 6/6/34

Second Member
Third Member) MW 7.6.34

205) JPN 10/6 MW 13.6. 7/6

206) by 15/6/34 MW 15.6.34

207) Issue today MW 18/6.

11 To. The Hon. Secy. Bloe Race Club.
No. G. 8355 D/ 18-6-34
Encl a copy of the draft agreement.

12 To. the Hon. Secy., Bloe Race Club.
No. G. 8360 D/ 18-6-34.
Clause (i) will be sufficient if the Committee obtains the permission of Govt. for the contractors under clause (4) of the agreement.

1 JUN 1934 WRK

TYPING SECTION 5. JUN. 1934 GENL. & REV. SECTT.

46w

OFFICE OF THE SECOND MEMBER OF COUNCIL 8 JUNE 1934 No. G 2910

OFFICE OF THE FIRST MEMBER OF COUNCIL 15 JUNE 1934 No. 9716

GENL. & REV. BRANCH 21. JUN. 1934

NOTE—Contn. Sheet.

WD 01586—GPB—7,500—5-4-34

79 Re: Incorporation of the Race club

GM. File No. 140 of 193/. | General and Revenue Secretariat

From the Private Secretary to H.H.
No. C.272 Dt 18-7-34

Forwards a revised draft of the agreement and desires to discuss the matter.

218) Remarks of the secretary on P.U.O:-
"Receipt to be acknowledged and letter with file referred to Law deptt".
(sd.) H.V. 18-7-34

To the Private Secretary to H.H.
No. G 574 Dt 19-7-34
States that the draft will be examined and that he would be glad to discuss the matter with him.

219) Resolved.
19/7. WD

210) The necessity for the "somewhat simpler draft" now proposed by Sir Charles is not clear - The Bangalore Race club themselves said in their letter of 21st March 1934 that "the new agreement should follow the lines of the 1923 agreement" with certain alterations and additions suggested in para 9 of the said letter. The agreement as drafted here and sent to the Club with the Dewan's letter of 18.6.34 satisfies this

'N'
'S'
'C'

Incorporation of Bangalore Race club

Serial No.

requirement. After all this agreement is not in any way so complicated or difficult of understanding as to require being replaced by a simpler draft.

211) Again in the draft now proposed by Sir charles, the preamble showing the causes that have led to this agreement is omitted and so is the concluding portion leaving to the signing & sealing of the document. I do not think it is desirable to leave out these portions. The agreement that is going to be entered into is with an incorporated body and all the formalities of law have to be observed to give it a binding force. The agreement therefore has to be signed, sealed and duly registered as was done in the case of the 1923 agreement.

212) Para 1 of our draft is the same as para 1 of the 1923 agreement. It declares the lands forming part of the Race course & more particularly described in the schedule to be lands belonging absolutely to Govt and exempts them from payment of assessment only "until further orders of Govt". Para 2 vests sole possession of these lands in the Club "so long as they are utilised for a race course".

NOTE—Contn. Sheet.

WD 01955—GPB—22,500—12-6-34

Incorporation of Bangalore Race Club

In Sir Charles's draft, both these seem to be combined in para 1 with the alteration that exemption from assessment is given for so long as the Race club maintains a Race course on the lands. This is a modification not asked for by the club itself and it is not clear why the existing rights of Govt to levy assessment on these lands ~~to~~ whenever they want is to be so restricted.

213) Para 2 of Sir Charles's draft corresponds to paras 3 read with paras 2, 4 and 5 of our draft. But while our para 3 enables Govt to issue instructions & prescribe conditions in regard to the management or enjoyment of any buildings standing on the lands; the new draft proposed gives no such right. This again is not a new thing inserted now but it is the same as para 8 of the 1923 agreement by which the club is at present bound. In other respects also, there are ~~many~~ many ~~variations~~ which, though, are ~~not~~ of ~~any~~ ~~importance~~ suggested in other small details in which the draft proposed by Sir Charles varies the terms & conditions of the existing agreement of 1923

This is important

Incorporation of Bangalore Race club.

General and Revenue Secretariat — File No. 140 — 5299 V 206 — of 193/. — [App. F. III—2

Serial No.

and I think that the variations are not always to the advantage of Government.

214) It is submitted further that neither the Race club nor the Govt in all the negotiations that have taken place so far have ever raised the question of revising or modifying the terms of the 1923 agreement and the first Member in his interview with the representatives of the club made it clear that Govt would not agree to any relaxation of the powers of control which they have under the agreement of 1923. It is on the club agreeing to it that Govt consented to allow the incorporation of the club into a limited liability Company and as has already noted above the Bangalore Race club itself in its Secretary's letter of 21st March wanted the new agreement to follow the lines of the 1923 one.

(Dev Secy) 25.7.34

215) Yes orders. The Map and schedule referred to in the last para of Sir Charles's letter will be got prepared.

X. N.

25. JUL. 1934

5-(0

NOTE—Contn. Sheet.

incorporation of the Bangalore Race Club.

7 [illegible]

Govt. File No. 140 of 193/. | General and Revenue Secretariat

216) Sir Charles' latest D.O. letter is put up. I shall discuss the above points with him after Member orders are passed.
First Member

MW
30.7.34.

-XY-

OFFICE OF THE
[illegible]
No. 765

217) I am generally with the views expressed in the note of the Asst Secy, Law Dept of 25-7-34. The draft proposed by Sir Charles while it is simpler lacks by omission Govt's powers [illegible]

KG
31/7/34

218) A draft reply is put up as personally instructed.
Dev Secy)

Received from the Dev Secy with instructions to put up a draft reply

MW
10/9/34

219) During the personal discussion Sir Charles raised the following points:—

1. An elaborate legal document was unnecessary. An understanding such as would be easily forced by lay-people would be sufficient
2. That the 1923 agreement had not been [illegible] by the

Re: Incorporation of the Race Club, Bloemfontein

General and Revenue Secretariat GR/1 File No. 140 of 1931: [App. F. III—2

Serial No.

adopted without the consent of the Race club authorities.

3. That the preamble and the language adopted hugging prominently the powers at each stage rather the committee or the way prior which should be adopted.

4. Under clause 3 to a Municipality or other body wishing which the Club wished to install was liable the assumed Govt. He had no objection to building being as shown in this clause.

220) I explained the Govt's point of view that generally speaking Govts had to be very careful in the preparing the documents of this sort and the legal opinion was that it should be into form for regular contract. He was not convinced.

221) I promised to obtain orders & communicate it.

222) I have discussed the points with the Secretary for Native Affairs carefully and the draft I do. with pencil is for orders

[illegible] 10.9.34.

223) approved. Please submit to the Secretary for Native Affairs

[illegible] 13.9.34.

WD 01955—GPB—22,500—12-6-34

224) [illegible] 13-9-34 [illegible] 13.9.34.

225) Issue today [illegible] 14/9/34. Secretary for Native Affairs No. 3.25 74 of 14.9.34.

DEPUTY MINISTER'S OFFICE 13 SEPT. 1934 No. 3776

OFFICE OF THE FIRST MEMBER OF COUNCIL 11 SEPT. 1934 No. 1981

TYPING BUREAU 14. SEP. 1934 3.15 p.m.

TE—Contn. Sheet.

76

43
224

Re: Incorporation of Bloke Race club into a Ltd. coy.

G.M. File No. 1440 1056 of 1931. General and Revenue Secretariat

226) Subd: In this office letter dated 11-9-34 addressed to the race club, it was stated that certain modifications suggested by Sir Charles Hunter were under consideration and a reply would be sent very early. As the reply to Sir Charles Todhunter has been sent on 14-9-34 it is for consideration if any reply should now be given to the Race club also. Or a copy of the letter may be sent to the Asst Secy Race clubs.

X 21/9.

227) I think it is sufficient if the Race club is informed in continuation of our letter of 11.9.34 that a reply has been sent to Sir Charles.

Dep Secy) 21.9.34

228) Yes. Instruction may be taken regarding Map and schedule Hostile Pair number addressed

1.10.34.

229) In the 1923 agreement it was the D.C., Bangalore who was asked to get the necessary documents executed. Now also the D.C. may perhaps be asked to send the map and the schedule. Subd. with two drafts.

X 5/10

230) Issue the letter to the Race club & Reminder

6/10/34

1833
24 SEP 1934
TYPING SECTION
GENL
6 OCT 1934

220 (77

Incorporation of the Ebbe Race Club

1056

General and Revenue Secretariat. Eye File No. 140 of 193/.. [App. F. III—2

Serial No.	
	To the Assistant Secy, B'low Race C No. G. 4276 DT 10-10-1934 States that a reply has been sent to Sir Charles Tobin under the modifications suggested by him in the draft agreement.
231)	subd. with reference to previous ptr.
10/10	
232)	The question of plans etc will arise after the Race club signifies its consent to accept the terms offered by govt. The letter to the D.C. may therefore I think await.
	Dewsey) DRP 10/10/34
233)	11.10.34.
11/10	DRP 11/10
7105 29/9/35	234) No further communication has been received from the Race club. subd. for orders.
28/5	Dewsey) DRP 28/5/35
235)	We may await firm their wishes. They have taken any decision in the matter. Meanwhile perhaps a draft for consideration
	17.6.35.
	17/6

OTE—Contn. Sheet.

WD 01955—GPE—22,500—12-6-34

78 - Incorporation of the Blore Race Club.

1056

File No. 140 of 193/ — General and Revenue Secretariat

236) Subd with a draft for consideration

7660
29/6

L28/6/35 Dep Secy

237) Dep Secy 29/6

Mr Mallett wants

First Member

1.7.

OFFICE OF THE FIRST MEMBER
13 JULY 1935
No. 437

1877

33) Mr Chief Secy for ascertainment whether a member of the Committee make objection in favour of the present proposal

6/7

(5)

Chief Secy with Cmd

1.7.

1577/35

4) Mr Brent-Brown stated that he was not a member from time to time. Will speak to Mr Mathew also. In the meanwhile he says he has written in another letter that the denial was not however desired.

First Member

2835

3/8

OFFICE OF THE FIRST MEMBER OF COUNCIL
No. 832

578

578

578

GENL. & MIS. BRANCH
6 AUG. 1935
GENL. & R...

2633/35 220

Incorporation of the Bangalore Race

1935

(7)

General and Revenue Secretariat. Genl. File No. 140 of 193 /. [App. F. III-2

240) Seek. with reference to previous para. for orders if the draft report to in para 236 may issue.

*23/10. Asstt Sec Law Br— 30/10
C&G 28/10 with Compliments —

241) It is, I think, desirable to record what decision, if any, the Club has taken on the proposal to incorporate itself into a limited Company. The letter proposed may therefore issue, if ~~there is~~ There is no other means of getting in touch on this point —

25/27/39 Dep Secy) Genl 30/10

242) I understand that the question has been dropped by them. So it may not be necessary to pursue the matter further. The question was raised by them in the first instance

Genl 12/1 —

243) There is, I think, no way for Govt to pursue the matter, if the Race club has given up the idea of incorporation. It is however desirable that Govt should not lose sight of the powers of control they have over the management under the terms of agreement of 1923.

Dep Secy) Genl 12/12

Maybe filed

Please speak to me Genl 14.1

Genl 12/12

GENL. NOTE—Contn. Sheet. DEPTT. DO. No. 3715 Dt. 13/12/1936 GENL.

12 20/1-13/12/36

Gpm 140-31-1 (5)

BANGALORE RACE CLUB.
RACE COURSE ROAD,

Bangalore, 28th May 1932

Gm 5775
1052.

No: 257/47

Please register
Secy 2/6/32

The Chief Secretary
to Government of H.H.The Maharaja of Mysore,
Bangalore.

Dear Sir,

In accordance with a resolution passed at the First Annual General Meeting of this Club held this morning, I am directed to forward you the enclosed Memorandum and Articles of Association as drafted by our Solicitors-Messrs.King and Partridge, and to request you to kindly place the same before your Government for their approval, at an early date.

Thanking you,

Yours faithfully,

Capt.,
Honorary Secretary, B.R.C.

TELEGRAPH [Appendix F G—1]

TELEPHONE SUBJECT .....

.....

.....

Section Gpm

File No.

Serial No.

Diary No. of letter replied to .....

No Gp. 10/30

To The Hon. Secretary,
Bangalore Race Club.

Sir,

With ref. to your letter No. 252 of 28-5-1932 forwarding Memorandum and Articles of Association, I am directed to request you to be so good as to forward a copy of Rules of the Club for reference.

Yours faithfully,

Chief Secy. to Govt

General and Revenue Secretariat

( )

the 193 .

Date of issue 24/6/32

Signed by M.G.: B. Mondkrishnappa

List of enclosures .....

Copied by .....

Examined by .....

WD 71—GPBM—40,000—20-7-31.

[redacted]PHIC ADDRESS
"RACES"
TELEPHONE: 385

82

BANGALORE RACE CLUB,
RACE COURSE ROAD,

NO. 257

Bangalore, 27th June 1932.

9m-6120
1115

...ARY.
...JUNE 1932

To

The Chief Secretary to the
Government of His Highness
The Maharaja of Mysore,
Bangalore.

Dear Sir,

With reference to your letter No.10130 dated 24th June 1932, I am forwarding herewith a copy of the Club Rules as desired by you, for your reference.

Yours Faithfully,

Capt.
Asst. Secretary, B.R.C.

83

Bangalore Race Club.

CLUB RULES.

BANGALORE:

PRINTED BY HIGGINBOTHAMS, SOUTH PARADE.

1928.

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RULES

OF THE

BANGALORE RACE CLUB.

(As revised on 19—10—1927.)

RULE 1.

Composition.—The Club shall consist of :—

(*a*) Club Members.
(*b*) Stand Members.
(*c*) Honorary Stand Members.

RULE 2.

Club Members.—(*a*) The number of Club Members shall be limited to 50.

(*b*) In addition to the above, the following gentlemen shall be invited to become Club Members without ballot :—

H. H. The Maharaja of Mysore.
H. H. The Yuvaraja of Mysore.
The Hon'ble The British Resident in Mysore.
The Dewan of Mysore.
The General Officer Commanding Madras District.

(*c*) Gentlemen interested in racing shall be eligible for election as Club Members.

(*d*) Club Members shall be entitled to propose Candidates for admission as Club or Stand Members and to attend and vote at General Meetings of the Club. They shall be required to pay the usual fees for admission to the Club Stands and Enclosures.

RULE 3.

Stand Members.—(*a*) The number of Stand Members shall be unlimited.

(*b*) Stand Members shall be entitled to all the privileges of Club Members in the Club Stands and Enclosures, on payment of the usual fees for admission, but shall have no other rights or privileges, nor take any part in the management of the Club.

RULE 4.

Honorary Stand Members.—(*a*) The Committee may, on the application of any Club Member, invite any person temporarily residing in Bangalore to become an Honorary Stand Member for a period not exceeding *one* month in any year, without entrance fee or subscription.

(*b*) Honorary Stand Members shall be required to pay the usual fees for admission to the Club Stands and Enclosures.

RULE 5.

Proposal of Members.—Every candidate for admission as a Club Member or Stand Member shall be proposed by one Club Member and seconded by another Club Member. Such proposal shall be made by a letter addressed to the Secretary of the Club, which shall be signed the Proposer and Seconder, and shall give the full name and address of the candidate and his profession, rank, business or occupation.

If a candidate has been previously rejected or withdrawn under Rule 7 (*e*), the fact shall be stated in the proposal.

RULE 6.

Candidates' Books.—(*a*) The Secretary shall maintain two candidates' books, one for candidates for Club Membership, and the other for candidates for Stand Membership. In these books he shall enter the name and occupation of the candidate with the names of his Proposer and Seconder, and, in the case of an application of Club Membership, shall inform the Proposer whether there is a vacancy.

(*b*) All candidates for Club or Stand Membership shall come up for election in the order in which their names appear in the Candidates' book.

RULE 7.

Election.—(*a*) The election for Club and Stand Membership shall be by ballot of the Committee, and shall take place at the Committee Meeting next following the date of the entry of the Candidate in the Candidates' Book.

(*b*) In the case of an application for Club Membership, should there be no vacancy, the election shall take place at the first Committee Meeting after the occurrence of a vacancy.

(*c*) When issuing a notice calling a Meeting of the Committee, the Secretary shall specify therein the names and occupations, with the names of Proposer and Seconder, of all candidates coming up for election at such Meeting.

(*d*) Not less than four Members of the Committee shall vote at each election, and one black ball in four shall exclude the Candidate.

(*e*) Should the result of the ballot be unfavourable to a Candidate, or should his name be withdrawn after having been entered in the Candidates' Book, six months shall elapse before he can again be put up for election.

(*f*) The Secretary shall record in the Candidates' Book the date on which each Candidate came up for election, and the fact of his election or otherwise.

RULE 8.

Notice of election.—Immediately upon the election of a Club or Stand Member, the Secretary shall give notice thereof to the Member and to his Proposer, and shall furnish him with a copy of the Club Rules and request him to remit, within fourteen days from the date of such request, the amount of his Entrance fee (if any) and first subscription.

Upon payment of his Entrance fee (if any) and first subscription, he shall become a Member of the Club, and shall be entitled to all the benefits and privileges of Club or Stand Membership, as the case may be, and shall be bound by these Rules.

RULE 9.

Void Election.—If, on receipt of the aforesaid request, a Member fails to pay his Entrance fee (if any) and Subscription within fourteen days from the date of such request, his election shall be absolutely void, unless he shall satisfy the Committee that the delay in payment was due to absence from India or other sufficient cause.

RULE 10.

Entrance fee and Subscription.—Club Members hall, on election, pay an Entrance fee of Rupees ten.

Club Members and Stand Members shall pay an annual Subscription of Rupees fifteen.

RULE 11.

When due.—All annual Subscriptions shall be paid in advance on the 1st day of April, on which date the Club's financial year shall commence.

RULE 12.

Failure to pay.—On the 1st April annually, the Secretary shall notify each Member by Postcard that his annual subscription is due. Should any Member fail to pay his Subscription within thirty days from the date of such notification, the Secretary shall call his attention to the fact by registered letter, together with a copy of this Rule, and, if the amount be not paid, in the case of Members resident in India, within thirty days, and in the case of Members absent from India, within 90 days, of the date of such notice, the defaulter shall cease to be a Member of the Club and his name shall be erased from the books by the Committee. Provided that, if at any time within one year from the date on which his name was so erased he shall give a satisfactory explanation to the Committee, he may, subject to there being a vacancy, at the discretion of the Committee, and upon payment of all arrears, be readmitted to Membership without payment of Entrance fee.

RULE 13.

Resignation.—Any Member may resign his membership by giving to the Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect as from the 31st March next following the receipt hereof.

RULE 14.

Removal.—A Member of the Club who

(*a*) is declared an insolvent, or

(*b*) is dismissed from the public service, or

(*c*) is found guilty by a competent Tribunal of a criminal offence involving gross misconduct, or

(*d*) is convicted of fraudulent practices on the Turf, or

(*e*) appears in the published forfeit list as a defaulter for Stakes or forfeits, or is declared a defaulter for bets or lotteries at horse racing and, on being called on to pay, fails to do so within one month,

shall cease to be a member, and his name shall be erased from the Books by the Committee.

RULE 15.

Expulsion.—It shall be the duty of the Stewards, if at any time they are of opinion that the interests of the Club so require, to invite by letter any Member to resign his Membership within a time to be specified in such letter, and in default of such resignation, to submit the question of his expulsion to a Special General Meeting, to be held within six weeks after the date of such letter.

At such Meeting the Member whose expulsion is under consideration shall be permitted to offer an explanation of his conduct, either verbally or in writing, and, if thereupon two thirds of the Members present shall vote for his expulsion, he shall cease to be a Member of the Club, and his name shall be erased from the Books.

Provided that, if not less than five Club Members present shall so demand, the voting at any such Special General Meeting shall be by ballot.

It shall be in the power of the Stewards to exclude such Member from the Club Stand and Enclosures pending the decision of such Special General Meeting.

RULE 16.

Any gentleman shall, upon ceasing to be a Member of the Club, forfeit all right to, and claim upon, the Club and its property and funds.

RULE 17.

Notification of address.—Every Member shall from time to time communicate to the Secretary, his address or the address of his Banker or Agent. Such address shall be inserted in the Register of Members, and all notices sent by post to such address shall be deemed to have been duly delivered.

RULE 18.

Management of the Club.—Except as otherwise provided by these Rules, the entire management of the Club and the control over the funds and property of the Club shall be vested in a Committee of eleven Club Members, which shall consist of :—

(*a*) Six Stewards of the Bangalore Races, one of whom shall be nominated by H. H. The Maharaja of Mysore.

(*b*) Five other Members, one of whom shall be nominated by H. H. The Maharaja of Mysore, the remaining four being elected by the Stewards.

RULE 19.

Powers of the Committee.—The Committee shall have power :—

(*a*) To make such regulations in respect of the control of the funds and property of the Club, and of the Bangalore Race Course, Stands and Enclosures as they may think proper.

(*b*) To engage, control and dismiss a Secretary and such other Establishment and servants as they may consider necessary for the proper management of the Club.

(*c*) To defray all expenses in connection with the Race Meetings held at Bangalore, the Race Course, Stands and Enclosures, and to provide such prizes to be run for as they may think fit.

(*d*) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any member of the Committee temporarily absent from India.

(*e*) To appoint Trustees as provided for by Rule 24.

RULE 20.

Meetings of the Committee.—Meetings of the Committee shall be held as required, and may be called at any time by the Stewards, or, should any Member of the Committee send in writing to the Secretary a requisition for such Meeting, then within fourteen days from the date of such requisition.

At Committee Meetings, the chair shall be taken by the Senior Steward present, unless otherwise decided by the Members present.

Five Members of the Committee shall constitute a quorum. If votes be equal, the Chairman shall have a casting vote.

RULE 21.

Sub-Committees.—The Committee may from time to time appoint from among their number such Sub-Committees as they may deem necessary or expedient, and may depute to them such of the powers and duties of the Committee as the Committee may determine. Such Sub-Committees shall periodically report their proceedings to the Committee, and shall conduct their business in accordance with the directions of the Committee.

RULE 22.

Election of Stewards.—(*a*) The election of Stewards shall be by vote of the Club Members present at the first Annual General Meeting.

(*b*) The elected Stewards shall hold office until the first Annual General Meeting of the next year, when they shall retire, but shall be eligible for re-election.

(*c*) No Member, other than an outgoing Steward, shall be eligible for election as a Steward unless his name be proposed by two Club Members by notice in writing sent to the Secretary at least 21 days before the date of the General Meeting at which the election is to take place.

RULE 23.

Powers of the Stewards.—The Stewards shall have power :—

(*a*) To arrange for the holding of such Race Meetings as they may consider expedient.

(*b*) To take such action as they may consider necessary to ensure that Race Meetings shall be properly and regularly conducted.

(*c*) To decide any matter which they are empowered to decide under the Rules of Racing, in which cases their decisions shall be final.

(*d*) To warn any person off the Bangalore Race Course, or any of the premises or Enclosures over which the Club has jurisdiction or control, and to take any legal measures necessary to enforce their orders.

(*e*) To fill vacancies in the list of Stewards when caused by the temporary absence, from India or otherwise, of any of their number.

(*f*) To elect Members of the Committee, as provided for in Rule 18 (*b*).

RULE 24.

Trustees —The property of the Club shall be vested in a Trustee or Trustees, to be appointed by

the Committee. The Trustee or Trustees so appointed shall deal with the property of the Club, as directed by Resolution of the Committee, of which an entry in the Minute Book shall be conclusive evidence, and he, or they, shall be indemnified against risk and expense out of the Club property.

RULE 25.

Duties of the Secretary.—The duties of the Secretary shall be :—

(*a*) To keep proper accounts of the income and disbursements of the Club from all sources.

(*b*) To keep a Minute Book of the Proceedings of the Committee and of the Stewards, and a record of all cases referred to the Committee or to the Stewards for their decision.

(*c*) To maintain a Register of all Club and Stand Members, and the Candidates' Books, as provided for by Rule 6.

(*d*) To keep all other such Books as may be necessary to show the position of the Club with reference to its property, and as the Committee from time to time direct.

(*e*) To take charge of the Race Course, Club Stands and Enclosures, subject to the orders of the Stewards, and to carry out all such orders as may be given by the Stewards.

RULE 26.

General Meetings—Two General Meetings of the Club Members shall be called annually by the Committee the first between the 1st April and 1st June and the Second between the 1st August and 1st October. The Agenda of such meetings shall be approved by the Committee.

RULE 27.

Notice of Resolution.—Any Club Member desirous of moving a Resolution at either of the two Annual General Meetings shall give notice thereof in writing to the Secretary not less than 21 days before the date of such Meeting.

RULE 28.

Extraordinary General Meeting.—The Committee may call an Extraordinary General Meeting when any question of urgent importance shall arise, and shall be bound to do so on receiving a requisition signed by not less than seven Club Members.

RULE 29.

Notice of General Meetings—The Secretary shall send by letter to every Club Member at his address in the Club Register, one month before the date of the Meeting a notice specifying the date on which the meeting will be held, and 14 days before

the date fixed for the meeting a second notice specifying the day, place and hour of the meeting, and the business to be transacted at the Meeting.

RULE 30.

Conduct of General Meetings.—(*a*) At all General Meetings the chair shall be taken by a Member of the Committee chosen by the Meeting.

(*b*) A quorum at the General Meeting shall be seven Club Members present in person, or by proxy (as provided for in Rule 31).

(*c*) Every question, unless otherwise provided by these Rules, shall be decided by a majority of votes. Every member shall have one vote, and in case of equality of vote, the Chairman shall have a second or casting vote.

(*d*) At any Meeting, unless a poll is demanded by five Club Members, a declaration by the Chairman that a Resolution has been carried or carried by a particular majority, or lost, or not carried by a particular majority, shall be conclusive.

(*e*) Should a poll be demanded by five Club Members, it shall be taken in such manner, and at such time and place, and either immediately or after an adjournment not exceeding 7 days, as the Chairman of the Meeting may direct, and the result of the poll, as declared by the Chairman, shall be

deemed to be the Resolution of the Meeting at which the poll was demanded.

(*f*) No amendment (other than a notice for adjournment) shall be moved to any Resolution proposed at an Annual or Extraordinary General Meeting, unless written notice thereof shall have been sent to the Secretary not less than seven days previous to the Meeting, and shall have been forthwith circulated to the Club Members.

RULE 31.

Rules for Proxies.—(*a*) Club Members who are not within 50 miles of the place of a General Meeting at the time at which such meeting is held, may vote by proxy on any matter at such General Meeting except the expulsion of a Member.

(*b*) The instrument appointing a proxy shall be in writing under the hand of the appointer. No person shall be appointed a proxy who is not a Club Member.

(*c*) The instrument appointing a proxy must reach the Secretary of the Club not later than forty-eight hours before the time for holding the Meeting or adjourned Meeting, as the case may be, at which the Club Member named in such instrument proposes to vote.

(*d*) The proxy shall be in the following form or as near thereto as circumstances will admit :—

"I. A. B., not being within 50 miles of the place of Meeting, do hereby appoint C. D., my proxy, to vote for me at the General Meeting of the Club, to be held on.....or at any adjournment thereof.

Date..... (*Signed*) A. B."

RULE 32.

Alteration of Rules.—No Rule of the Club shall be repealed or altered, and no new Rule shall be made until it has been passed by a majority of not less than three-fourths of such Club Members as are present, in person or by proxy, at a General Meeting of which notice specifying the intention to propose the Resolution has been duly given.

Such Resolution shall not have effect until confirmed by a majority of such Club Members as are present, in person or by proxy, at a subsequent General Meeting, of which notice has been duly given, and held after an interval of not less than fourteen days nor more than twenty-eight days from the date of the first Meeting.

RULE 33.

The terms "General Meeting," "Annual General Meeting," and "Extraordinary General Meeting" wherever mentioned in these Rules, shall mean Meetings of the Club Members only.

The Secretary,

Bangalore Race Club.

Sir,

With reference to your letter No. 252 dated 28th May 1932, forwarding for the approval of Government, a draft memorandum and articles of association of the Bangalore Race Club with a view to its registration as a Company under the Mysore Companies Regulation, 1917, I am directed to observe as follows:-

The proposal will involve the transfer of the Race Course grounds from the Committe to a new body and would thus constitute an act of alienation, in contravention of claus (ii) of para 2 of the Government Order No. 9746-51/L.R. 514-14-3 dated 7th May 1915 which determines the conditions of the tenur under which the Race Course Committee were given possession of the lands in question.

Not only is it proposed to bring into existence a new body but to entrust it with powers which are beyond the competence of the present Committee eg., powers to use the Race Course for other purposes than racing, to construct buildings, whether temporary or otherwise, without reference to the Governme to sell, lease or mortgage the property of t club, to enter into arrangements for the union of interests with other Race Clubs, to

distribute among the members of the Club, on dissolution any property whatsoever left afte the satisfaction of all debts and liabilities

The exercise of powers such as these by the new company would obviously minimise the control of the Government and alter the basis of the scheme upon which the Race Course grounds are administered.

I am, in this connection, to recall the course of events which led to the Committee being placed in possession of the Race Course grounds. The old Race Course which was appropriated in 1860 for building a dragoon barracks was the Race Course of His Highness the Maharaja ~~the late~~ Sri Krishnaraja Wodeyar Bahadur, wh had spent over ~~a sum of~~ Rs.20,000/- in fittin it up with a Race Stand and a Racket Court. In consequence of a representation made by which old that there was a necessity for a new race course ~~so as t~~ serve as a training ground for horses and a place of exercise for the riding public, the present race course grounds, within the limits of the Bangalore City Municipality, were acquired by the Mysore Government and assigne as a new race course. In order to carry ou the objects for which the lands were thus acquired, they were handed over to the possession of a Committee consisting of the then Stewards and Secretaries of the several Race Meetings at Bangalore. The formation of the Committee was thus a means of enabling representatives of the racing and riding public to have a voice in the management of the Race Course

* the Commissioner for the Govt of the territories of H.H. the Maharaja of Mysore.

(Orders
Can you
say to whom
the representation
was made?)

The Committee were not vested with any rights of ownership or otherwise in the lands and the possession that they obtained was for a specific purpose and entirely permissive in its character.

A body of individuals constituted and functioning on such a basis cannot transform itself into a company of shareholders, purporting to exercise rights of proprietorship and independent management.

In these circumstances, I am to state that the proposal does not commend itself to Government.

I have etc.,

Chief Secretary to Govt.

(Nor have any reasons been shown why your Committee think it worth while to constitute the Race club into a joint Stock company as now proposed - If there are any defects in the existing arrangements, they may be pointed out, when Govt will be glad to consider what ~~feature~~ changes are necessary without at the same time impairing their rights & obligations in the matter.)

No.9. 1402 dt 25-8-1932
Rpm 140-31-2

To

The Secretary,
Bangalore Race Club.

Sir,

1) With reference to your letter No.252 dated 28th May 1932, forwarding for the approval of Government, a draft memorandum and articles of association of the Bangalore Race Club with a view to its registration as a Company under the Mysore Companies Regulation, 1917, I am directed to observe as follows:-

2) The proposal will involve the transfer of the Race Course grounds from the Committee to a new body and would thus constitute an act of alienation, in contravention of clause (ii) of para 2 of the Government Order No.9746-51/L.R. 514-14-3 dated 7th May 1915, which determines the conditions of the tenure under which the Race Course Committee were given possession of the lands in question.

3) Not only is it proposed to bring into existence a new body but to entrust it with powers which are beyond the competence of the present Committee, i.e., powers to use the Race Course for other purposes than racing, to construct buildings, whether temporary or otherwise, without reference to the Government to sell lease or mortgage the property of the club to enter into arrangements for the "Union of interest" with other Race Clubs, to distribute among the members of the Club, on dissolution, any property whatsoever left

after the satisfaction of all debts and liabilities.

(4) The exercise of powers such as these by the new company would obviously minimise the control of the Government and alter the basis of the scheme upon which the Race Course grounds are administered.

5 I am, in this connection, to recall the course of events which led to the Committee being placed in possession of the Race Course grounds. The old Race Course which was appropriated in 1860 for building a dragoon barracks was the Race Course of His Highness the Maharaja Sri Krishnarajendra Wodiyar Bahadur, who had spent over Rs 20,000/- in fitting it up with a Race Stand and a Racket Court. In consequence of a representation made to the then Commissioner for the Government of the territorries of His Highness the Maharaja of Mysore, that there was necessity for a new race course which would serve as a training ground for horses and a place of exercise for the riding public, the present race course grounds within the limits of the Bangalore City Municipality, were acquired by the Mysore Government and assigned as a new race course. In order to carry out the objects for which the lands were thus acquired, they were handed over to the possession of a Committee consisting of the then Stewards and Secretaries of the several Race Meetings at Bangalore.

6 The formation of the Committee was thus a means of enabling representatives of the racing and riding public to have a voice in the management of the Race Course. The Committee were not vested with any rights of ownership or otherwise in the lands and the possession that they obtained was for a specific purpose and entirely permissive in its character.

7 A body of individuals constituted and functioning on such a basis cannot transform itself into a Company of shareholders, purporting to exercise rights of proprietorship and independent management.

8 In these circumstances, I am to state that the proposal does not commend itself to Government.

I have etc.,

Chief Secretary to Govt.

29th August 193[illegible]

Dear Col. Moriarty,

I am in receipt of your letter of the 26th August 1932 regarding the Race Club proposals. The Mysore Government have very recently explained their views in detail in a letter which I sent to the Hon: Secretary on 25th instant. If you consider that a further discussion of the subject at this stage would be useful, I shall be very glad to talk the matter over on the 2nd September at 12 noon as suggested by you.

Yours sincerely,

[illegible]

Lt. Col. O.N.Moriarty, D.S.O.,
Commanding 14th Field Brigade, R.A.
No.5, Primrose Road, Bangalore.

TELEGRAPHIC ADDRESS:
"RACES"
TELEPHONE: 385

BANGALORE RACE CLUB,
RACE COURSE ROAD.

Bangalore, 31st August 1932

Q. M. File 1/9/32

1029
- 1 SEP 1932
158.

My dear Mr. Thakedara Rao

Thank you for your letter of the 29th August. When I wrote to you on the 26th August I was not aware that the Government of Mysore had already written to the Race Club. I have now seen the letter from the Mysore Government and feel that it would be better for me to go into the matter more fully before coming to see you.

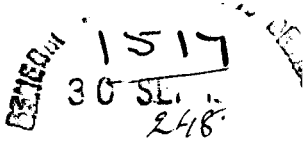
Yours Sincerely
J. M. Moriarty

D.O.No.157

Rec'd 28-9-38

The Palace, Mysore,
27th September 1938.

(92)



My dear Matthan,

When I saw you on Saturday last you were good enough to say that you will have the notes and orders regarding the Race Club's proposal to convert itself into a company forwarded to me for my perusal.

I don't know whether this matter is coming up for consideration in any form at the second Annual General Meeting on Thursday, but in any case I should be glad to bring myself up to date with the facts before the meeting. I should be much obliged therefore if you could kindly arrange to have the files sen over to Ballabrooie by noon tomorrow so that I can rea them over in the evening.

Yours sincerely,

G Yuvaraj

Dear Sir Charles,

With reference to your D.O. letter No.157 dated the 27th September 1932 to Mr.Matthan, he has asked me to send you the Secretariat file of papers relating to the Race Club. I am sorry that the letter reached me after the office had closed and to-morrow being a holiday, I can only send the file on Friday. I hope this will cause you no inconvenience.

Yours sincerely,

Sir Charles Todhunter, K.C.S.I.,
Private Secretary to His Highness the
Maharaja of Mysore.

(95

C.136/16 file

Vasantha Mahal,
Mysore, 12th October 1932.

A/S Rao
Please study & by 4th next 17/10/32

Dear Mr. Madhava Rao,

I have at last found time to read through the files relating to the objections to the proposal of the Race Club to convert itself into a limited company. As I think I understood from you that what is really desired by the Government is a revision of the terms of the proposal so as to overcome certain difficulties that presented themselves from the Government point of view, I think I can best deal with the matte by running through the specific articles in the Memorandum of Association out of which the objections appear to have arisen.

I should like to say in the first instance that there are two principal objects to be served by the proposal. The first is to introduce limited liability. The present position might be exceedingly unpleasant for the Committee or the Club members. The Club is dealing in transactions of lakhs of rupees its sole earning period is limited to a fortnight in the year. Something unexpected might well happen in that fortnight to upset all calculations, and if this were to occur, the small numbe of Club Members might be personally liable for very large sums. In the second place, under present conditions, if racing were to cease and the Club to be wound up, the considerable assets of th Club might be distributed among the Members. Express provision is taken to prohibit this and apply the funds to other similar objects.

To take now the Articles of the Association which, so far as I can see, have come under criticism.

Clause 3(a) <u>To take over the assets and liabilities of the present unincorporated club</u>: It is stated that this proposal would involve the transfer of the ground lent by the Government from the Committee to a new body and would thus constitute an act of alienation in contravention of the Government

Order of 1915, under which the racecourse is held. I venture to think that this criticism proceeds on a misunderstanding. What is prohibited by the Government Order is the alienation of the lands which are held by the permission of Government. The assets which it is proposed to transfer are the lands outside this area and the buildings which are the entire property of the Club and the rights in the lands held under special conditions from Government.

Clause 3(b) refers to the possible use of lands for polo, horse, dog and other shows and exhibitions. It is objected to this that it is proposed to entrust the new Committee with powers which are beyond the competence of the present Committee. I venture to doubt again if this is correct. The Government Order of 1915 states that, in the event of the Race Course Committee ceasing to maintain a Race Course on the lands in question, the lands will revert to Government. But I fail to find in them any prohibition of holding, for instance, a horse show, so long as a Race Course is maintained. Actually the horse show has been held on the Race Course for several years past and the clause is worded as it is because I had, as a member of the Committee, objected to the previous practice of lending or leasing the grounds, on the ground that that was an alienation, whereas it did not appear to me that any alienation was involved so long as whatever shows were held on the grounds were held under the auspices of the Race Club.

It is further objected to this clause that it gives power to construct buildings and to sell, lease or mortgage the property of the Club without reference to the Government. This objection proceeds on the basis that the existing Club are going to transfer to the new company rights that they do not possess. I venture to think that, if it is accepted that the only powers in respect of the land governed by the Government Order of 1915

that the Club can transfer are the powers given by the Government Order, then the objection falls to the ground.

Clause 3(f): This clause authorises the Company to enter into any arrangements for union of interests, cooperation, reciprocal concession or otherwise with any person, association or company engaged in any business which the Club is authorised to carry on. The sort of transaction that is contemplated would be the joining by the Club of a Southern India Race Club, should such a body be organised, in lieu of the Royal Calcutta Turf Club. I don't think there is anything in a transaction of this nature to which the Government need object.

The next objection taken appears to relate to Clause 8, but appears to overlook the negative in that clause. The clause runs "If upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club". The objection is taken that the clause provides for such distribution.

It is next stated that the exercise of powers such as this by a new company would minimise the control of the Government. I venture to think that this does not represent a correct view of the law. The control of the Government is exercised through the Government Order of 1915. The Club cannot transfer any rights over the land dealt with in that Government Order except the rights which are conferred by it. Therefore, so far as I can see, the control of the Government would remain in exactly the same position as at present.

The next objection taken is that the Committee to whom the Race Course was made over was not vested with any rights of ownership in the land and the possession that they obtained was for a specific purpose and entirely permissive in its character. As I have endeavoured to explain in several places above, the position in regard to the land the user of which has been made over to the Committee by the Government would remain exactly as it is

now after the conversion of the Club into a company. What I think is lost sight of is that the Race Club owns certain portions of land, as for instance the Race Cottage and its site, which were purchased by them from Messrs.Spencer & Co. They also own securities in the Bank, and presumably they have some rights in the buildings that have been erected on the Government land with the permission of the Government, that is to say, if for any reason ~~they~~ racing were to cease and the land to be resumed by the Government, I take it that the Government would not object at any rate to the materials of the buildings being made over to meet the liabilities of the Club.

I hope that these notes will make it sufficiently clear that there was certainly no intention on the part of the Club in putting forward their proposals in any way to derogate from the power or authority of the Government. It seems evident from the criticisms made that the draft memorandum of associatic does not make this position sufficiently clear. I would sugges that in these circumstances the best course would be for your legal officers to reexamine the memorandum of association in the light of the replies that I have made to those criticisms and tc suggest a form of words that would effectually maintain the rights and authority of the Government without frustrating the legitimate intentions of the Committee.

If there are any points herein that you would like to discuss with me, I am at your disposal, and hope you will be able to find a time before your return to Bangalore.

Yours sincerely,

G Rodriguez

18th ~~17th~~ October 1932.

Dear Sir Charles,

I have received your D. O. letter No.C.136 dated 12th October 1932 together with the file of papers relating to the Bangalore Race Club. I tried to see you twice about this last Saturday, but unfortunately missed you on both the occasions.

Sometime ago, Col. Loch showed me a letter from Messrs. King and Partridge on the subject and told me that the Honorary Secretary was sending a copy of it to Government. Would you kindly arrange to have a copy of the letter despatched to me so that the Law Department may be able to study the points raised both in that letter and in yours?

Yours sincerely,

nm

Sir Charles Todhunter, K.C.S.I.,
Private Secretary to His Highness
The Maharaja of Mysore.

TELEGRAPHIC ADDRESS:
"RACES"
TELEPHONE: 385

(100)

NO. 783
Encl: 1.

BANGALORE RACE CLUB.
RACE COURSE ROAD.

Bangalore, 22nd October 1932.

The Chief Secretary to the
Government of His Highness
the Maharaja of Mysore, Bangalore.

OCT. 1932

Dear Sir,

As desired by Sir Charles Todhunter, I beg to enclose herein a true copy of the letter dated 2nd September 1932 received from Messrs.King & Partridge, Solicitors, Madras regarding registration of this Club, for your information.

Yours faithfully,

Major
For Honorary Secretary,
Bangalore Race Club.

ELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

BANGALORE RACE CLUB,
RACE COURSE ROAD.

102

Bangalore, ... 193 .

the scheme upon which the Race Course grounds are administered.

In the event of dissolution of the proposed Company any land the conditions of the tenure of which necessitate its retrun to Goverhment or any other landlord would of course have to be so retruned and would not be, nor would its value, be available for distribution amongst the Members of the Club after the satisfaction of all debts and liabilities.

We cannot see that the alteration of the Club from its present un-incorporated state to a corporate body would effect the rights of a racing and riding public as Government seem to fear. The proposed Company would not be vested with any further or other rights of ownership or otherwise in the land than is the Club at present.

With respect, we think the fears of Government are groundless and as we have stated arise from a misconception of the purport of the present contemplated transaction.

The powers conferred by the Memorandum of Associat: are only with reference to other land of which the company may possibly become possessed, and have no reference to the land now held by the Club from Goverhment. We trust we have made the position clear to you.

Yours Faithfully,

Sd-King & Partridge,

"TRUE COPY"

ELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

BANGALORE RACE CLUB,
RACE COURSE ROAD,

(101

Bangalore, ... 193 .

7. Kondi Chetty Street,
Madras, 2nd September 1932.

The Honorary Secretary,
The Bangalore Race Club,
Race Course Road, Bangalore.

Dear Sir,

We beg to acknowledge receipt of your letter of the 22nd ultimo enclosing copy of a letter received by you from the Chief Secretary to Government of His Highness the Maharaja of Mysore.

It is true that the order assigning the land in favour of the Race Club contains a provision against alienation but we think that the Chief Secretary has not rightly understood what is the true purport of the Memoramdum and Articles of Association which were forwarded to Government with a view to obtaining the approval of the Government.

It is true that the Memorandum of Association confers powers upon the proposed new Company to sell, mortaga etc., but no power which may be conferred by the Memorandum can give a right to the proposed Company to utilise any land vested in it except in accordance with the terms under which it holds that land, whether that land was transferred to the proposed Company either by Government or by any other person. All that the proposed Company can do is to deal with the land according to the tenure under which it holds it.

It is obvious that the powers conferred by the Memorandum or by the Articles cannot in any way minimize the control of the ~~control~~ Government and alter the basis of

Ballabrooie,

Bangalore, 31st October 1932.

Dear Mr. Madhava Rao,

I am writing as promised to send you a summary of the result of our discussion on the subject of the proposal of the Race Club to convert itself into a limited company.

2 The Club, which has been running for many years on a somewhat indefinite constitution, finds itself conducting a very large business and feels that its rights and duties should be more clearly defined than they are at present. In particular they desire to arrive at a position under which the limited number of Club Members would not be pecuniarily liable in case any unforeseen occurrence led to a breakdown in the financial arrangements of the Club. On the other hand they think it desirable to provide that, in the event of the Club being wound up, the assets should be distributed to similar objects and not among the members of the Club for the time being.

3 The Government, while agreeing that the constitution is indefinite, feel that it would have been better if the rights and duties of the Club had been more clearly defined in the past, and that, if the present proposal is to be proceeded with, it should be amended in such a way as to put Government in the position which it ought to have occupied throughout.

4 The view of the law officers appears to be that the Club is really a proprietory club; that the Committee Members are licensees of the Government; that they cannot hold property except on behalf of the proprietor, that is, the Government, and that they are not entitled to use the land in respect of which the are licensees for any purpose other than racing except with the permission of the Government.

5 It is common ground that, except in one instance, the present loose constitution has worked fairly satisfactorily during the last 72 years of its existence; that the Club have not used the land of which they are licensees in any way to which objection can be taken on the part of Government, and on the other hand that the Government

have no wish to impose any limitations on the working of the Club as at present conducted. What is required therefore is, not so much a legal examination of the rights of the parties, as an endeavour to draw up a new constitution which will confirm the existing arrangements, while making provision for meeting the two points of view which I have endeavoured to set out above.

6 I am not enough of a lawyer to say what form this legal document should take, but if the point is pressed that the Club is a proprietory club and the Committee only licensees, then I presume the form would technically be a license to the Committee to manage the land assigned, to conduct race meetings, to control totalizators and a betting ring, and so forth.

7 The license would presumably allow the Committee to collect entry fees, totalizator dividends and other moneys, to apply them to purposes of racing, and to divert such moneys to purposes other than racing (a) in so far as they are at present doing so under resolutions confirmed by the General Body of Members, and (b) in such other cases as may receive the approval of the General Body of Members and of the Government.

8 Other conditions on which the land is held might be (a) that it should revert to Government if no race meetings were held for three successive years, and (b) that it should not be used for purposes other than racing without the permission of the Government, provided that that permission must be taken as granted in the case of purposes for which the land has been used in the past.

9 The existing conditions about prohibiting building without prior permission would no doubt be maintained.

10 As regards the constitution of the Club, it might perhaps be better, if Government are to take the position of proprietor, for the nominations to the body of Stewards and to the Committee to be by the Government and not by His Highness the Maharaja.

11 As regards the disposal of the property of the Club in the event of its being wound up, it might be provided that

this should be as the Government might decide upon the advice of the Committee.

(2) As regards the limitation of the liability of Members, I take it that, if the Club is definitely made a proprietory Club the propriëtor would undertake the liability. I presume the contention that the Club is a proprietory Club now involves that corollary.

(3) I believe it should not be difficult for your legal officers to draw up a form of license, on the basis of Messrs. King and Partridge's Articles of Association, providing for the matters above indicated, and I would suggest that it would be a good thing if this were put in hand at an early date and a draft offered to the Club for their consideration. The correspondence that has already passed shows that the matter is one in connection with which it is very easy to get into difficulties, and I think it would be well to get it cleared up while we have a set of people on both sides who understand the points at issue, and while there are no matters to be dealt with regarding which there is any real difference of opinion.

Yours sincerely,

166

Appendix F G—1]

SUBJECT.....

.....

.....

Section G.M.
File No. 140-31
Serial No. 3

Diary No. of letter replied to.....

No. G. 7671

To The Hony. Secretary,
Bangalore Race Club,

Dear Sir,

I am directed to request you to be so good as to forward [encs] a copy of the latest Rules of the club for reference.

Yours faithfully
for
26/4
for General secretary

26/4.

General and Revenue Secretariat

( )

the *193* .

Date of issue 27/4/33

Signed by Mer. B. M.

List of enclosures.....

Copied by

Examined by.....

WD 0253—GPB—15,000—26-8-32

Agm 174 0-31-4

BANGALORE RACE CLUB.
RACE COURSE ROAD,

NO: 155

Bangalore, 8th May 1933.

GENERAL MISCELLANEOUS 1933
9 MAY 1933

To.

The General Secretary to the Government of Mysore, Bangalore.

GENERAL SECRETARIAT
8 MAY 1933
No.

Dear Sir,

With reference to your letter No. G.7671/G.M.140-31-3 of the 27th April 1933, as desired I am sending herewith a copy of latest Rules of the Club.

Yours Faithfully,

Captain.

Asst. Secretary, B.R.C.

Bangalore Race Club

CLUB RULES

BANGALORE CITY
PRINTED AT THE BANGALORE PRESS
1933

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RULES

OF THE

BANGALORE RACE CLUB.

(As revised on 8th April 1933.)

Membership.

1. The Club shall consist of:—

(*a*) Club Members.

(*b*) Stand Members.

(*c*) Honorary Stand Members.

Club Members.

2. (*a*) The number of Club Members shall be limited to 57 including the following gentlemen who shall be invited to become Club Members without election:—

His Highness The Maharaja of Mysore.

His Highness The Yuvaraja of Mysore.

The Honourable The British Resident in Mysore.

The Dewan of Mysore.

The General Officer Commanding Madras District.

The Steward nominated by His Highness The Maharaja of Mysore.

The Committee Member nominated by His Highness The Maharaja of Mysore.

(*b*) Gentlemen interested in racing shall be eligible for election as Club Members.

(*c*) Club Members shall be entitled to propose candidates for admission as Club or Stand Members and to attend and vote at General Meetings of the Club. They shall be required to pay the usual fees for admission to the Club Stands and Enclosures.

Stand Members.

3. (*a*) The number of Stand Members shall be unlimited.

(*b*) Stand Members shall be entitled to all the privileges of Club Members in the Club Stands and Enclosures, on payment of the usual fees for admission, but shall have no other rights or privileges, nor take any part in the management of the Club.

Honorary Stand Members.

4. (*a*) The Committee may, on the application of any Club Member, invite any person temporarily residing in Bangalore to become an Honorary Stand Member for a period not exceeding one month in any year, without entrance fee or subscription.

(*b*) Honorary Stand Members shall be required to pay the usual fees for admission to the Club Stands and Enclosures.

Admission of Members.

5. Every candidate for admission as a Club Member or Stand Member shall be proposed by one Club Member and seconded by another Club Member. Such proposal shall be made by a letter addressed to the Secretary of the Club, which shall be signed by the Proposer and Seconder, and shall give the full name and address of the candidate and his profession, rank, business or occupation.

If a candidate has been previously rejected or withdrawn under Rule 7 (*f*), the fact shall be stated in the proposal.

Candidates' Books.

6. The Secretary shall maintain two Candidates' Books, one for candidates for Club Membership, and the other for candidates for Stand Membership. In these books he shall enter the name and occupation of the candidate with the names of his Proposer and Seconder. Applicants for Stand Membership shall come up for election in the order in which their names appear in the Candidates' Book.

7. (*a*) Elections for Club and Stand Membership shall be held at each meeting of the Committee if, on the date of the calling of such meeting, there shall be a candidate or candidates entered in the Candidates' Books or either of them, and if, in the case of Club Membership, there is a vacancy. Election.

(*b*) When issuing a notice calling a Meeting of the Committee, the Secretary shall specify therein the names and occupations, with the names of Proposers and Seconders, of all candidates coming up for election at such meeting.

(*c*) Election for Stand Membership shall be by open voting, provided that the election of any candidate shall be by ballot, if a ballot shall be demanded by any member of the Committee present at such meeting. In the event of a ballot being demanded, one black ball in four shall exclude the candidate.

(*d*) When there are not more candidates than there are vacancies, the election of Club Members shall be conducted in the same way as the election of Stand Members.

(*e*) Where there are more candidates for Club membership than there are vacancies, the election shall be by a selective vote, and the member or members receiving the largest number of votes up to the number of vacancies shall be declared elected. In the event of a tie, a fresh election shall be held, and in the event of that also resulting in a tie, the matter shall be decided by lot.

(*f*) Should the result of any election under clauses (*c*) or (*d*) prove unfavourable to a candidate, or should his name be withdrawn after having been entered in the Candidates' Book, six months shall elapse before he can again be put up for election.

(*g*) The Secretary shall record in the Candidates' Book the date on which each candidate came up for election, and the fact of his election or otherwise.

Notice of election.

8. Immediately upon the election of a Club or Stand Member, the Secretary shall give notice thereof to the Member and to his Proposer, and shall furnish him with a copy of the Club Rules and request him to remit, within fourteen days from the date of such request, the amount of his Entrance fee (if any) and first subscription.

Upon payment of his Entrance fee (if any) and first subscription, he shall be entered in the Register of Members, and shall become a Member of the Club, and shall be entitled to all the benefits and privileges of Club or Stand Membership, as the case may be, and shall be bound by these Rules.

Void Election.

9. If, on receipt of the aforesaid request, a Member fails to pay his Entrance fee (if any) and Subscription within fourteen days from the date of such request, his election shall be absolutely void, unless he shall satisfy the Committee that the delay in payment was due to absence from India or other sufficient cause.

Entrance fee.

10. Club Members shall, on election, pay an Entrance fee of Rupees fifty.

Subscription.

Club Members and Stand Members shall pay an Annual Subscription of Rupees fifteen.

Date of payment.

11. All Annual Subscriptions shall be paid in advance on the 1st day of April, on which date the Club's financial year shall commence.

Default in payment.

12. On the first April annually, the Secretary shall notify each Member by Post Card that his annual subscription is due. Should any Member fail to pay his subscription within thirty days from the

date of such notification, the Secretary shall call his attention to the fact by registered letter, together with a copy of these Rules and, if the amount be not paid, in the case of Members resident in India, within thirty days, and in the case of Members absent from India, within 90 days, of the date of such notice, the defaulter shall cease to be a Member of the Club and his name shall be erased from the Register of Members by the Committee. Provided that, if at any time within one year from the date on which his name was so erased, he shall give a satisfactory explanation to the Committee, he may, subject to there being a vacancy, at the discretion of the Committee, and upon payment of all arrears, be re-admitted to Membership without payment of Entrance fee.

Resignation.

13. Any Member may resign his Membership by giving to the Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect as from the 31st March next following the receipt thereof.

Removal.

14. A Member of the Club who:—

(*a*) is declared an insolvent, or

(*b*) is dismissed from the public service, or

(*c*) is found guilty by a competent Tribunal of a criminal offence involving gross misconduct, or

(*d*) is convicted of fraudulent practices on the Turf, or

(*e*) appears in the published forfeit list as a defaulter for Stakes or forfeits, or is declared a defaulter for bets or lotteries at horse racing, and, on being called on to pay, fails to do so within one month, shall cease to be a Member, and his name shall be erased from the Register of Members by the Committee.

Expulsion.

15. It shall be the duty of the Stewards, if at any time they are of opinion that the interests of the Club so require, to invite by letter any Member to resign his Membership within a time to be specified in such letter, and in default of such resignation, to submit the question of his expulsion to a Special General Meeting, to be held within six weeks after the date of such letter.

At such Meeting the Member whose expulsion is under consideration shall be permitted to offer an explanation of his conduct, either verbally or in writing, and, if thereupon two-thirds of the Members present shall vote for his expulsion, he shall cease to be a Member of the Club, and his name shall be erased from the Register of Members.

Provided that, if not less than five Club Members present shall so demand, the voting at any such Special General Meeting shall be by ballot.

It shall be in the power of the Stewards to exclude such Member from the Club Stands and Enclosures pending the decision of such Special General Meeting.

16. Any gentleman shall, upon ceasing to be a Member of the Club, forfeit all right to, and claim upon, the Club and its property and funds.

Notification of Address.

17. Every Member shall from time to time communicate to the Secretary, his address or the address of his Banker or Agent. Such address shall be inserted in the Register of Members and all notices sent by post to such address shall be deemed to have been duly delivered.

Management of the Club.

18. Except as otherwise provided by these Rules the entire management of the Club and the control over the Funds and the property of the Club shall be

vested in a Committee of eleven Club Members, which shall consist of:—

(*a*) Six Stewards of the Bangalore Races, of whom one who need not be a member of the Club shall be nominated by His Highness the Maharaja of Mysore.

(*b*) Four Club members who shall be elected by the Stewards and one gentleman, who need not be a member of the Club, nominated by His Highness the Maharaja of Mysore.

Powers of the Committee.

19. The Committee shall exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Rules or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting, but subject nevertheless to any provisions of the statutes and of these Rules and to any regulations from time to time made by the Club in General Meeting; provided that no regulation so made shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made.

Without prejudice to the general powers conferred by the last preceding Rule and the other powers conferred by these presents, the Committee shall have the further following powers:—

(*a*) To make such regulations in respect of the control of the funds and property of the Club, and of the Bangalore Race Course, Stands and Enclosures as they may think proper.

(*b*) To engage, control and dismiss a Secretary and such other Establishment and servants as they may consider necessary for the proper management of the Club.

(*c*) To defray all expenses in connection with the Race Meetings held at Bangalore, the Race Course, Stands and Enclosures, and to provide such prizes to be run for as they may think fit.

(*d*) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any Member of the Committee temporarily absent from India.

(*e*) To appoint trustees as provided for by Rule 24.

Meetings of the Committee.

20. Meetings of the Committee shall be held as required, and may be called at any time by the Stewards, or, should any Member of the Committee send in writing to the Secretary a requisition for such meeting, then within fourteen days from the date of such requisition.

At Committee Meetings, the chair shall be taken by the Senior Steward present, unless otherwise decided by the Members present.

Five Members of the Committee shall constitute a quorum. If votes be equal, the Chairman shall have a casting vote.

Sub-Committees.

21. The Committee may from time to time appoint from among their number such Sub-Committees as they may deem necessary or expedient, and may depute to them such of the powers and duties of the Committee, as the Committee may determine. Such Sub-Committees shall periodically report their proceedings to the Committee, and shall conduct their business in accordance with the directions of the Committee.

Election of Stewards.

22. (*a*) The election of Stewards shall be by vote of the Club Members present at the first Annual General Meeting.

(*b*) The elected Stewards shall hold office until the next Annual General Meeting when they shall retire, but shall be eligible for re-election.

(*c*) No Member, other than an outgoing Steward, shall be eligible for election as a Steward unless his name be proposed and seconded by two other Club Members by notice in writing sent to the Secretary at least 21 days before the date of the General Meeting at which the election is to take place.

Powers of the Stewards.

23. The Stewards shall have power :—

(*a*) To arrange for the holding of such Race Meetings as they may consider expedient.

(*b*) To take such action as they may consider necessary to ensure that Race Meetings shall be properly and regularly conducted.

(*c*) To decide any matter which they are empowered to decide under the Rules of Racing, in which cases their decisions shall be final.

(*d*) To warn any person off the Bangalore Race Course, or any of the premises or Enclosures over which the Club has jurisdiction or control, and to take any legal measures necessary to enforce their orders.

(*e*) To fill vacancies in the list of Stewards when caused by the temporary absence, from India or otherwise, of any of their number.

(*f*) To elect Members of the Committee, as provided for in Rule 18 (*b*).

Trustees.

24. The property of the Club shall be vested in a Trustee or Trustees, to be appointed by the Committee. The Trustee or Trustees so appointed shall deal with the property of the Club, as directed by Resolution of the Committee, of which an entry in the Minute Book shall be conclusive evidence, and he, or they, shall be indemnified against risk and expense out of the Club property.

Duties of the Secretary.

25. The duties of the Secretary shall be :—

(*a*) To keep proper accounts of the income and disbursements of the Club from all sources.

(*b*) To keep a Minute Book of the Proceedings of the Committee and of the Stewards and a record of all cases referred to the Committee or to the Stewards for their decision.

(*c*) To maintain a Register of all Club and Stand Members, and the Candidates' Books, as provided for by Rule 6.

(*d*) To keep all other such Books as may be necessary to show the position of the Club with reference to its property, and as the Committee from time to time direct.

(*e*) To take charge of the Race Course, Club Stands and Enclosures, subject to the orders of the Stewards, and to carry out all such orders as may be given by the Stewards.

General Meeting.

26. The Committee shall convene a General Meeting of the Club Members annually between the 1st April and the 1st June. They shall also convene an Extraordinary General Meeting of the Club Members between the 1st August and the 1st October.

Notice of Resolution.

27. Any Club Member desirous of moving a Resolution at either of the said General Meetings shall give notice thereof in writing to the Secretary not less than 21 days before the date of such meeting.

Extra-ordinary General Meeting.

28. In addition to the above-mentioned Extra-ordinary General Meeting, the Committee may whenever they think fit and they shall, upon a requisition made in writing by not less than 7 Club Members, which must express the object of the meeting proposed to be called, convene an Extraordinary General Meeting.

Notice of General Meetings.

29. The Secretary shall send by letter to every Club Member at his address in the Club Register one month before the date of a General Meeting, a notice

specifying the date on which the Meeting will be held, and 14 days before the date fixed for the meeting, a second notice specifying the day, place and hour of the meeting.

Conduct of General Meetings.

30. (*a*) At all General Meetings, the chair shall be taken by a Member of the Committee chosen by the Meeting.

(*b*) A quorum at a General Meeting shall be seven Club Members present in person, or by proxy (as provided for in Rule 31).

(*c*) Every question, unless otherwise provided by these Rules, shall be decided by a majority of votes. Every Member shall have one vote, and in case of equality of votes, the Chairman shall have a second or casting vote.

(*d*) At any Meeting, unless a poll is demanded by five Club Members, a declaration by the Chairman that a Resolution has been carried or carried by a particular majority, or lost, or not carried by a particular majority, shall be conclusive.

(*e*) Should a poll be demanded by five Club Members, it shall be taken in such manner, and at such time and place, and either immediately or after an adjournment not exceeding 7 days, as the Chairman of the Meeting may direct, and the result of the poll, as declared by the Chairman, shall be deemed to be the Resolution of the Meeting at which the poll was demanded.

(*f*) No amendment (other than a motion for adjournment) shall be moved to any Resolution proposed at an Annual or Extraordinary General Meeting, unless written notice thereof shall have been sent to the Secretary not less than seven days previous

to the Meeting, and shall have been forthwith circulated to the Club Members.

Rules for Proxies.

31. (*a*) Club Members who are not within 50 miles of the place of a General Meeting at the time at which such meeting is held, may vote by proxy on any matter at such General Meeting except the expulsion of a Member.

(*b*) The instrument appointing a proxy shall be in writing under the hand of the appointer. No person shall be appointed a proxy who is not a Club Member.

(*c*) The instrument appointing a proxy must reach the Secretary of the Club not later than forty-eight hours before the time for holding the Meeting or adjourned Meeting, as the case may be, at which the Club Member named in such instrument proposes to vote.

(*d*) The proxy shall be in the following form or as near thereto as circumstances will admit:—

"I, (A.B.), not being within 50 miles of the place of Meeting, do hereby appoint (C.D.), my proxy to vote for me at the General Meeting of the Club, to be held on.....or at any adjournment thereof, in the matter of.....
Date..... .....(Signed) A.B."

Alteration of Rules.

32. No Rule of the Club shall be repealed or altered, and no new Rule shall be made until it has been passed by a majority of not less than three-fourths of such Club Members as are present, in person or by proxy, at a General Meeting of which notice specifying the intention to propose the Resolution has been duly given.

Such Resolution shall not have effect until confirmed by a majority of such Club Members as are present, in person or by proxy, at a subsequent

General Meeting, of which notice has been duly given, and held after an interval of not less than fourteen days nor more than twenty-eight days from the date of the first Meeting.

33. The terms "General Meeting," "Annual General Meeting," and "Extraordinary General Meeting" wherever mentioned in these Rules, shall mean Meetings of the Club Members only.

Notice.

34. Any notice required to be served under these Rules may be served either personally or through the post in a letter addressed to a member at his address as registered in the books of the Club. Any notice sent through the post shall be deemed to have been served at the time when the letter containing it is put into the Post Office, and in proving such service, it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office.

Indemnity.

35. Every member of the Committee and every other officer for the time being of the Club shall be indemnified out of the Funds of the Club against all losses and expenses incurred in the discharge of his duties, except such as shall happen through his own wilful act or default.

290-33 The Bangalore Press

Mysore Companies Regulation 1917

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

BANGALORE RACE CLUB

KING & PARTRIDGE,
Solicitors,
Madras and Ootacamund.

MEMORANDUM OF ASSOCIATION

OF THE

BANGALORE RACE CLUB.

1. The name of the Association is the Bangalore Race Club.

2. The Registered Office of the Company is situate at Race Course Road, Bangalore.

3. The objects for which the Company is established are :—

(*a*) To take over the assets and liabilities of the present unincorporated club known as the Bangalore Race Club. Sep. agreem ... of Co

(b) To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any other kind, and to construct houses, grand or other stands, totalizators, pari-mutuels, booths, stablings paddocks, refreshment rooms and other erections, buildings and conveniences whether of a permanent or temporary nature which may seem directly or indirectly conducive to the Club's objects, and to conduct, hold and promote race meetings, and to give and contribute towards prizes, cups, stakes and other rewards.

With the consent of the Government of Mysore to lay out and prepare any lands for Polo and to conduct and hold and promote Polo Matches, horse and dog and other shows and exhibitions and otherwise utilise the Club's properties and sites and to give and contribute towards prizes, cups and other rewards.

With ~~both~~ The Consent of the Govt of Mysore.

(*e*) To carry on any business which may seem to the Club capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of, or render profitable any of the Club's property or rights.

With the Consent of the Govt. of Mysore.

(*f*) To enter into any arrangement for union of interests, co-operation, reciprocal concession or otherwise with any person, association or company carrying on, or engaged in, or about to carry on or engage in any business or transaction which this Club is authorised to carry on or engage in, or any business or transaction capable of being conducted, so as directly or indirectly to benefit this Club, and to lend money to guarantee the

contracts of, or otherwise assist any such person, association or company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

(*g*) To enter into any arrangements with any Governments or authorities, Supreme, Municipal, local or otherwise that may seem conducive to the Club's objects or any of them, and to obtain from any such Government or authority any rights, privileges and concessions, which the Club may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

(*h*) To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences, calculated to benefit employees or ex-employees of the Club, or the dependents or connections of such persons, and to grant pensions and allowances and to make payments towards insurance, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition, or for any other race club, or for any public or private, general or useful object.

(*i*) Generally to purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property and any rights or privileges, which the Club may think necessary or convenient for the purposes of its business.

(*j*) To construct, maintain and alter any buildings or works necessary or convenient for the purposes of the Club.

(*k*) To sell, surrender, improve, manage, develop, exchange, lease, with the consent of the Governor in Council mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

(*l*) To invest and deal with the moneys of the Club not immediately required, in such manner as may from time to time be determined.

This clause may be omitted

(*m*) To lend money to such persons and on such terms as may seem expedient.

(*n*) To borrow or raise or secure the payment of money in such manner as the Club shall think fit and in particular by the issue of debentures, perpetual or otherwise charged upon all or any of the Club's property, both present and future, and to purchase, redeem or pay off any such securities.

(*o*) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, debentures and other negotiable or transferable instruments.

(*p*) To do all such other things as are incidental or conducive to the attainment of the above objects.

(*q*) To pay the costs, charges and other expenses, preliminary and incidental to the formation, establishment and registration of the Club.

4. The income and property of the Club whencesoever derived shall be applied solely towards the promotion of the objects of the Club as set forth in this Memorandum of Association, and no portion thereof shall be paid or

transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Club.

Provided that nothing herein (except as hereinafter mentioned) shall prevent the payment in good faith of remuneration to any officers or servants of the Club, or to any members of the Club or other persons in return for any services actually rendered to the Club, nor prevent the payment of interest on money borrowed from any member of the association, nor prevent any member who may be successful at any race meeting or show held or promoted by the Club, or to the cost of establishing or holding of which the Club may have subscribed out of its income or property, from receiving any prize, cup, money or other recognition, which may under the regulations affecting the said race meeting or show, be awarded to him.

Provided further that no member of the Council of Management or of the governing body of the Club shall be appointed to any salaried office of the Club or to any office of the Club paid by fees, and that no remuneration shall be given by the Club to any member of such council or governing body, except repayment of out of pocket expenses and interest on money lent or rent for premises demised to the Club.

5. The fourth paragraph of this memorandum is a condition on which a license is granted by the Government to the Club in pursuance of section 26 of the Mysore Companies Regulation 1917.

6. The liability of the members is limited.

7. Every member of the Club undertakes to contribute to the assets of the Club in the event of same being wound up during the time that he is a member, or within one year afterwards, for payment of the debts and liabilities of the Club contracted before the time at which he ceases to be a member and of the costs, charges and expenses of winding up the same and for the adjustment of the rights of the contributories amongst themselves such amount as may be required, not exceeding Rs. 50.

8. If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Club but shall be at the disposal of the Government of Mysore who may give or transfer the same to some other institution or institutions having objects similar to the objects of the Club or to such charitable object or objects as may be determined by them.

9. True accounts shall be kept of the sums of money expended by the Club and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the Club, and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations for the time being of the Club, these accounts shall be open to the inspection of the members ; once at least in every year the accounts of the Club shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

We the several persons whose names and addresses are subscribed are desirous of being formed into a society in pursuance of this Memorandum of Association.

NAMES, ADDRESSES & DESCRIPTIONS OF SUBSCRIBERS.	Name, Address and description of Witness.

Dated this day of 1932.

ARTICLES OF ASSOCIATION

OF THE

BANGALORE RACE CLUB.

Interpretation.

1. These articles shall be construed with reference to the provisions of the Mysore Companies Regulation, 1917.

Objects.

2. The Club is established for the purposes expressed in the Memorandum of Association.

Membership.

3. The Club shall consist of :—

(*a*) Club Members.

(*b*) Stand Members.

(*c*) Honorary Members.

Club Members.

4. The number of Club Members shall be limited to 57 including the following gentlemen who shall be invited to become Club Members without election :—

H.H. The Maharajah of Mysore.

H.H. The Yuvaraja of Mysore.

The Honourable The British Resident in Mysore.

The Dewan of Mysore.

The General Officer Commanding Madras District.

The Steward nominated by His Highness The Maharajah of Mysore.

The Committee Member nominated by His Highness The Maharajah of Mysore.

5. Gentlemen interested in racing shall be eligible for election as Club Members.

6. Club Members shall be entitled to propose Candidates for admission as Club or Stand Members and to attend and vote at General Meetings of the Club. They shall be required to pay the usual fees for admission to the Club Stands and Enclosures.

Stand Members.

7. (*a*) The number of Stand Members shall be unlimited.

(*b*) Stand Members shall be entitled to all the privileges of Club Members in the Club Stands and Enclosures, on payment of the usual fees for admission, but shall have no other rights or privileges, nor take any part in the management of the Club.

Honorary Stand Members.

8. (*a*) The Committee may, on the application of any Club Member, invite any person temporarily residing in Bangalore to become an Honorary Stand Member for a period not exceeding one month in any year, without entrance fee or subscription.

(*b*) Honorary Stand Members shall be required to pay the usual fees for admission to the Club stands and Enclosures.

9. Club Members, Stand Members and Honorary Stand Members of the unincorporated body known as the Bangalore Race Club shall immediately upon the incorporation of the Bangalore Race Club be Club Members, Stand Members and Honorary Stand Members thereof respectively, without being proposed and seconded and without election or payment of admission fees.

Admission of Members.

10. Every candidate for admission as a Club Member or Stand Member shall be proposed by one Club Member and seconded by another Club Member. Such proposal shall be made by a letter addressed to the Secretary of the Club, which shall be signed by the Proposer and Seconder, and shall give the full name and address of the candidate and his profession, rank, business or occupation.

If a candidate has been previously rejected or withdrawn under Article 12 (*f*), the fact shall be stated in the proposal.

Candidates' Books.

11. (*a*) The Secretary shall maintain two Candidates' Books, one for candidates for Club Membership, and the other for candidates for Stand Membership. In these books he shall enter the name and occupation of the candidate with the names of his Proposer and Seconder. Applicants for Stand membership shall come up for election in the order in which their names ~~appeal~~ appear in the Candidates' Book.

Election.

12. (*a*) Elections for Club and Stand Membership shall be held at each meeting of the Committee if, on the date of the calling of such meeting there shall be a candidate or candidates entered in the Candidates' Books or either of them, and if, in the case of Club Membership, there is a vacancy.

(*b*) When issuing a notice calling a Meeting of the Committee, the Secretary shall specify therein the names and occupations, with the names of Proposers and Seconders, of all candidates coming up for election at such Meeting.

(*c*) Election for Stand membership shall be by open voting, provided that the election of any candidate shall be by ballot, if a ballot shall be demanded by any member of the Committee present at such meeting. In the event of a ballot being demanded, one black ball in four shall exclude the candidate.

(*d*) When there are not more candidates than there are vacancies, the election of Club members shall be conducted in the same way as the election of Stand members.

(*e*) Where there are more candidates for Club membership than there are vacancies, the election shall be by a selective vote, and the member or members receiving the largest number of votes up to the number of vacancies shall be declared elected. In the event of a tie, a fresh election shall be held, and in the event of that also resulting in a tie, the matter shall be decided by lot.

(*f*) Should the result of any election under clauses (*c*) or (*d*) prove unfavourable to a candidate, or should his name be withdrawn after having been entered in the Candidates' Book, six months shall elapse before he can again be put up for election.

(*g*) The Secretary shall record in the Candidates' Book the date on which each candidate came up for election, and the fact of his election or otherwise.

Notice of election.

13. Immediately upon the election of a Club or Stand Member, the Secretary shall give notice thereof to the Member and to his Proposer, and shall furnish him with a copy of the Articles of Association and request him to remit, within fourteen days from the date of such request, the amount of his Entrance fee (if any) and first subscription.

Upon payment of his Entrance fee (if any) and first subscription, he shall be entered in the Register of Members, and shall become a Member of the Club, and shall be entitled to all the benefits and privileges of Club or Stand Membership, as the case may be, and shall be bound by these Articles.

Void Election.

14. If, on receipt of the aforesaid request, a Member fails to pay his Entrance fee (if any) and Subscription within fourteen days from the date of such request, his election shall be absolutely void, unless he shall satisfy the Committee that the delay in payment was due to absence from India or other sufficient cause.

Entrance fee.

15. Club Members shall, on election, pay an Entrance fee of Rupees fifty.

Subscription.

Club Members and Stand Members shall pay an annual Subscription of Rupees fifteen.

Date of payment.

16. All annual Subscriptions shall be paid in advance on the 1st day of April, on which date the Club's financial year shall commence.

Default in payment.

17. On the 1st April annually, the Secretary shall notify each Member by Post Card that his annual subscription is due. Should any Member fail to pay his subscription within thirty days from the date of such notification, the Secretary shall call his attention to the fact by registered letter, together with a copy of this Article, and, if the amount be not paid, in the case of Members resident in India, within thirty days, and in the case of Members absent from India, within 90 days, of the date of such notice, the defaulter shall cease to be a Member of the Club and his name shall be erased from the Register of Members by the Committee. Provided that, if at any time within one year from the date on which his name was so erased, he shall give a satisfactory explanation to the Committee, he may, subject to there being a vacancy, at the discretion of the Committee, and upon payment of all arrears, be re-admitted to Membership without payment of Entrance fee.

Resignation.

18. Any Member may resign his Membership by giving to the Secretary notice in writing to that effect. Every notice shall, unless

otherwise expressed, be deemed to take effect as from the 31st March next following the receipt thereof.

Removal.

19. A Member of the Club who :—

(*a*) is declared an insolvent, or

(*b*) is dismissed from the public service, or

(*c*) is found guilty by a competent Tribunal of a criminal offence involving gross misconduct, or

(*d*) is convicted of fraudulent practices on the Turf, or

(*e*) appears in the published forfeit list as a defaulter for Stakes or forfeits, or is declared a defaulter for bets or lotteries at horse racing, and, on being called on to pay, fails to do so within one month, shall cease to be a Member, and his name shall be erased from the Register of Members by the Committee.

Expulsion.

20. It shall be the duty of the Stewards, if at any time they are of opinion that the interests of the Club so require, to invite by letter any Member to resign his Membership within a time to be specified in such letter, and in default of such resignation, to submit the question of his expulsion to a Special General Meeting, to be held within six weeks after the date of such letter.

At such Meeting the Member whose expulsion is under consideration shall be permitted to offer an explanation of his conduct, either verbally or in writing, and, if thereupon two-thirds of the Members present shall vote for his expulsion, he shall cease to be a Member of the Club, and his name shall be erased from the Register of Members.

Provided that, if not less than five Club Members present shall so demand, the voting at any such Special General Meeting shall be by ballot.

It shall be in the power of the Stewards to exclude such Member from the Club Stands and Enclosures pending the decision of such Special General Meeting.

Notification of Address.

21. Every Member shall from time to time communicate to the Secretary, his address or the address of his Banker or Agent. Such address shall be inserted in the Register of Members, and all notices sent by post to such address shall be deemed to have been duly delivered.

Management of the Club.

22. Except as otherwise provided by these Articles the entire management of the Club and the control over the Funds and the property of the Club shall be vested in a Committee of eleven, which shall consist of :— Twelve

(*a*) Six Stewards of the Bangalore Races, of whom one who need not be a member of the Club shall be nominated by His Highness the Maharajah of Mysore. Two

(*b*) Four Club members who shall be elected by the Stewards and one gentleman, who need not be a member of the Club nominated by His Highness the Maharajah of Mysore. Four

(c) The first Committee shall be the following gentlemen :—

(Stewards)

(Members)

Subject to such orders as Govt may make from time to time (which the committee shall be bound to carry out).

23. The Committee shall exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Articles or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting, but subject nevertheless to any provisions of the statutes and of these Articles and to any regulations from time to time made by the Club in General Meeting; provided that no regulation so made shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made. Powers of the Committee.

24. Without prejudice to the general powers conferred by the last preceding Article and the other powers conferred by these presents, the Committee shall have the further following Powers :—

(a) To make such regulations in respect of the control of the funds and property of the Club, and of the Bangalore Race Course, Stands and Enclosures as they may think proper.

(b) To engage, control and dismiss a Secretary and such other Establishment and servants as they may consider necessary for the proper management of the Club. provided that the engagement or dismissal of the Secy. shall be subject to the approval of the Govt of Mysore

(c) To defray all expenses in connection with the Race Meetings held at Bangalore, the Race Course, Stands and Enclosures, and to provide such prizes to be run for as they may think fit.

(d) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any Member of the Committee temporarily absent from India.

25. Meetings of the Committee shall be held as required, and may be called at any time by the Stewards, or, should any Member of the Committee send in writing to the Secretary a requisition for such meeting, then within fourteen days from the date of such requisition. Meetings of the Committee.

At Committee Meetings, the chair shall be taken by the Senior Steward present, unless otherwise decided by the Members present.

Five Members of the Committee shall constitute a quorum. If votes be equal, the Chairman shall have a casting vote.

26. The Committee may from time to time appoint from among their number such Sub-Committees as they may deem necessary or expedient, and may depute to them such of the powers and duties of the Committee, as Sub-Committees.

the Committee may determine. Such Sub-Committees shall periodically report their proceedings to the Committee, and shall conduct their business in accordance with the directions of the Committee.

First Stewards.

27. The first Stewards shall be

who shall continue in office until the first Annual General Meeting of the Club.

Election of Stewards.

28. (*a*) The election of Stewards shall be by vote of the Club Members present at the first Annual General Meeting.

(*b*) The elected Stewards shall hold office until the next Annual General Meeting when they shall retire, but shall be eligible for re-election.

(*c*) No Member, other than an outgoing Steward, shall be eligible for election as a Steward unless his name be proposed and seconded by two other Club Members by notice in writing sent to the Secretary at least 21 days before the date of the General Meeting at which the election is to take place.

Powers of the Stewards.

29. The Stewards shall have power :—

(*a*) To arrange for the holding of such Race Meetings as they may consider expedient.

(*b*) To take such action as they may consider necessary to ensure that Race Meetings shall be properly and regularly conducted.

(*c*) To decide any matter which they are empowered to decide under the Rules of Racing, in which cases their decisions shall be final.

(*d*) To warn any person off the Bangalore Race Course, or any of the premises or Enclosures over which the Club has jurisdiction or control, and to take any legal measures necessary to enforce their orders.

(*e*) To fill vacancies in the list of Stewards when caused by the temporary absence, from India or otherwise, of any of their number.

(*f*) To elect Members of the Committee, as provided for in Articles 22 (*b*).

Duties of the Secretary.

30. The duties of the Secretsry shall be :—

(*a*) To keep proper accounts of the income and disbursements of the Club from all sources.

(*b*) To keep a Minute Book of the Proceedings of the Committee, and of the Stewards, and a record of all cases referred to the Committee or to the Stewards for their decision.

(*c*) To maintain a Register of all Club and Stand Members, and the Candidates' Books, as provided for by Article 11.

(*d*) To keep all other such Books as may be necessary to show the position of the Club with reference to its property, and as the Committee from time to time direct.

(*e*) To take charge of the Race Course, Club Stands and Enclosures, subject to the orders of the Stewards, and to carry out all such orders as may be given by the Stewards.

General Meeting.

31. The Committee shall convene a General Meeting of the Club Members annually between the 1st April and the 1st June. They shall also convene an Extraordinary General Meeting of the Club Members between the 1st August and the 1st October. Any Club Member desirous of moving a Resolution at either of the said General Meetings shall give notice thereof in writing to the Secretary not less than 21 days before the date of such meeting.

Extraordinary General Meeting.

32. In addition to the above-mentioned Extraordinary General Meeting, the Committee may whenever they think fit and they shall upon a requisition made in writing by not less than 7 Club Members, which must express the object of the meeting proposed to be called, convene an Extraordinary General Meeting.

33. The Secretary shall send by letter to every Club Member at his address in the Club Register one month before the date of a General Meeting, a notice specifying the date on which the Meeting will be held, and 14 days before the date fixed for the meeting, a second notice specifying the day, place and hour of the meeting and the business to be transacted at the meeting.

Conduct of General Meetings.

34. (*a*) At all General Meetings, the chair shall be taken by a Member of the Committee chosen by the Meeting.

(*b*) A quorum at a General Meeting shall be seven Club Members present in person, or by proxy (as provided for in Article 35).

(*c*) Every question, unless otherwise provided by these Articles or by statute, shall be decided by a majority of votes. Every Member shall have one vote, and in case of equality of votes, the Chairman shall have a second or casting vote.

(*d*) At any Meeting, unless a poll is demanded by five Club Members, a declaration by the Chairman that a Resolution has been carried or carried by a particular majority, or lost, or not carried by a particular majority, shall be conclusive.

(*e*) Should a poll be demanded by five Club Members, it shall be taken in such manner, and at such time and place, and either immediately

or after an adjournment not exceeding 7 days, as the Chairman of the Meeting may direct, and the result of the poll, as declared by the Chairman, shall be deemed to be the Resolution of the Meeting at which the poll was demanded.

(*f*) No amendment (other than a motion for adjournment) shall be moved to any Resolution proposed at an Annual or Extraordinary General Meeting, unless written notice thereof shall have been sent to the Secretary not less than seven days previous to the Meeting, and shall have been forthwith circulated to the Club Members.

Rules for Proxies.

35. (*a*) Club Members who are not within 50 miles of the place of a General Meeting at the time at which such meeting is held, may vote by proxy on any matter at such General Meeting except the expulsion of a Member.

(*b*) The instrument appointing a proxy shall be in writing under the hand of the appointer. No person shall be appointed a proxy who is not a Club Member.

(*c*) The instrument appointing a proxy must reach the Secretary of the Club not later than forty-eight hours before the time for holding the Meeting or adjourned Meeting, as the case may be, at which the Club Member named in such instrument proposes to vote.

(*d*) The proxy shall be in the following form or as near thererto as circumstances will admit :—

"I, (A.B.), not being within 50 miles of the place of Meeting, do hereby appoint (C.D.), my proxy to vote for me at the General Meeting of the Club, to be held on.....or at any adjournment thereof, in the matter of.....
Date.....(Signed) A.B."

Seal.

36. The Club shall have a Common Seal, which shall be deposited at the office of the Club, and which shall be affixed to every document required by law to be sealed in the presence of two members at the least of the Committee, who shall sign every document to which the seal is affixed and every such instrument shall be countersigned by the Secretary or some other person appointed by the Committee.

Notice.

37. Any notice required to be served under these Articles may be served either personally or through the post in a letter addressed to a member at his address as registered in the books of the Club. Any notice sent through the post shall be deemed to have been served at the time when the letter containing it is put into the Post Office, and in proving such service, it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office.

38. Every member of the Committee and every other officer for the time being of the Club shall be indemnified out of the Funds of the Club against all losses and expenses incurred in the discharge of his duties, except such as shall happen through his own wilful act or default. Indemnity.

NAMES, ADDRESSES & DESCRIPTIONS OF SUBSCRIBERS.	Name, Address and description of Witness.

Dated this day of 1932.

MYSORE COMPANIES REGULATION 1917

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

Bangalore Race Club

KING & PARTRIDGE,
Solicitors,
Madras and Ootacamund.

ASSOCIATED PRINTERS, MOUNT ROAD, MADRAS.

Ballabrooie,

Bangalore, 16th September 1933

Dear Mr.Ramaswamy,

1) With reference to our conversation of this morning I return herewith with many thanks your draft letter to the Race Club regarding the proposal that it should be constituted into a company, and have noted below a few suggestions thereon, the bulk of which we have already discussed.

2) Paragraph 1 of the draft: As I pointed out to you, if the position is quite definitely taken that the Government are the proprietors and the Committee merely managing agents and that the profits belong to the Government, the suggestion is apt to be made at once that in that case the Government should also take over the responsibility for any losses that may occur. I would suggest this paragraph be modified to the effect that, while the position stated in the opinion of Government ~~is~~ strictly legal position, the Government have no desire to insist upon these rights at present and are content to allow matters to continue on the existing basis subject to what follows.

3) I would further renew my request, made in my d.o.letter of the 18th August last to Mr.Krishna Rao, that though the Club be given the advantage of the Company Law, they be exempted from using the word 'Limited' in the title.

4) I would further renew the request that the draft of the agreement, lease or license which is offered to the Club should accompany the letter. This agreement really is the most essential part of the matter, and will, I think, have to be annexed to the Articles of Association. I would therefore suggest that the Artic 3(a) of the Memorandum be amended somewhat on the lines that follo The objects for which the Company is established are/to (a) take over the assets and liabilities of the present incorporated Club known as the Bangalore Race Club, (a1) to enter into an agreement with the Government under which the Company will be permitted to utilis

the Government lands now in occupation of the Bangalore Race Club on the terms and conditions which are specified in the agreement which is annexed.

5) Clause 3(b) With reference to certain recent correspondenc the question whether dog racing is included in the business of Race Club or not may possibly be raised.

6) Clause 8. As the Government have ~~suggested~~ accepted the modificati which I put forward with reference to this clause, the matter may perhaps be mentioned in the draft ~~may perhaps be accepted~~.

7) As regards the constitution of the governing bodies, I am sorry I failed to notice earlier, that under the Rules of Racing, there cannot be more than six Stewards at a race meeting. It does not seem practicable therefore to adopt the proposal to add additional Stewards over this number, nor does it seem practicabl to provide that the Government should nominate two out of the six. The function of the Stewards is not so much to conduct the busine of the Club as to attend to the technical part of the race meetin and the number of people qualified to do this is very small. To take a practical example, if Government were to nominate two Stewards out of the six who are not racing experts, and the present condition of affairs under which Brigadier Hill has been elected year after year were to continue, there would be only three places left to be filled by racing experts available in Bangalore, and th absence of any one of them would leave the Club without the minim number of Stewards required by the rules for a meeting.

8) I venture to suggest that in these circumstances the provision for ~~a~~ nomination of one steward and two members of the Committee, that is to say, a quarter of the Committee, coupled wit the provision for the consent of the Government being obtained to all important departures would sufficiently safeguard the interes of Government.

9) I append below a list of the existing Committee which

shows what a very large preponderance there is already of officers and retired members of the Mysore service.

Lt.-Colonel G.de C.Glover,D.S.O.,M.C.,
Brigadier R.C.R.Hill,D.S.O.,R.E.,
Major M.M.Jeakes,M.C.,R.E.,
Lt.Colonel B.P.Krishne Urs,M.C.,I.D.S.M.,
Rajamantrapravina Diwan Bahadur Mr.K.Matthan,
Captain M.Nabi Khan
Mr.Sadeg Z.Shah
Mr.E.H.Sullivan
Sir Charles Todhunter,K.C.S.I., J.P.,
Dr.B.Muhammad Usman, L.M.S.,

10) If the above suggestion is approved, then it would be necessary to reduce the number of Club Members in Rule 4 to 5

11) I shall be here till midday tomorrow if there are an points in the above which you would like to discuss ~~them~~ furt with me.

Yours sincerely,

Solomon

C. No. 96/Encl. H. H. file No. 62
of 7.8.33.

1149 P 33
(113)

Ballabrooie,
Bangalore, 18th August 1933.

Forwarded with compliments to
First Member. cmnh 18.8.33

Recd 22-8-33
Minister, Law Deptt.

My dear Krishna Rao,

In returning herewith your file No.62 of the 7th instant on the subject of the proposal of the Bangalore Race Club to incorporate themselves into a company, I am desired to say that His Highness the Maharaja, while not objecting to the proposal, would like Sir Mirza Ismail, who has specially interested himself in the matter, to see the papers before the draft letter to the Club issues.

May I venture to suggest that advantage should be taken of the interval for a further examination of certain points that still need a little elucidation? In making this suggestion I should like to say, by way of preface, that the whole case has suffered from a lack of appreciation by each side of the other's point of view. Had I been in India when the proposal was submitted to Government, I should have explained the purposes which underlay the Club's proposals on the lines of my d.o.letters of the 12th and the 31st October. I should also have laid stress on the Club's desire, while being permitted to incorporate themselves under the Companies Regulation, to be excused from adding the word 'Limited' to their title. These points I am afraid were overlooked.

On the other hand I feel that the Members of the Club, who have exercised their powers without any visible control for so many years, may find it difficult to realise that, in the words of one of the notes, "the Race Club practically continues to be, as it was before 1860, the Race Course of His Highness the Maharaja, but managed and conducted by a Committee acting for and on behalf of His Highness." It is stated elsewhere that there are grounds for contending that "the Bangalore Race Club cannot claim rights to any "property acquired by them out of the profits realised by conducting the business of racing on these Government lands". If these points were brought out as elucidating the position of Government in the

letter to the Club, there would, I think, be less danger of the Members thinking that their rights were being encroached upon.

In the following notes I propose to follow the order of the Memorandum of Association and of the discussion of it in the last note in the case.

Article 3(a) "The objects for which the Company is established are to take over the assets and liabilities of the present incorporated Club known as the Bangalore Race Club."

It is noted against the word "assets" that a separate agreement in favour of Government regarding land may be taken. It would greatly facilitate the disposal of the case if a draft modification of the article and a draft agreement were prepared for discussion. I take it that what is intended is to modify the clause somewhat as follows:-

"The objects for which the Company is established are — (a) to take over the assets and liabilities of the present incorporated Club, known as the Bangalore Race Club, (a_1) to enter into an agreement with the Government under which the Company will be permitted to utilise the lands referred to in G.O.No. R9746-51/L.R.514-14-3, dated the 7th May 1915, on terms and for purposes similar to those under which the Bangalore Race Club have been permitted to utilise them"

I am not myself clear that "agreement" is the right term. I should have thought that "lease" or "license" would have defined the position more clearly.

Article 8 Distribution of the property of the Club on dissolution.

I would suggest that, out of deference to the feelings of the Members, there might be added at the close of the revised draft some such clause as "after duly considering any advice which the Members of the Club may tender in the matter."

Articles of Association No.4. Club Members:

The criticism has been made that it is undesirable to include a clause that His Highness the Maharaja shall become a

Club Member without election.

A further question has been raised whether it is not desirable for the nominations to stewardship and membership of the Committee to be made by the Government and not by His Highness personall I venture to think that this is desirable. Positions may easily arise in Committee when it is necessary for the nominated Committee Members to say that they cannot agree to certain courses without taking instruction, and it is undesirable, when such a position arise that His Highness should be personally mentioned in the matter. It is much better if the Committee member in question is able to say that he will refer the matter to the Government.

A third point that arises is that, if the numbers of members nominated as Stewards and Committee Members increase, then the number of Club members must be increased, though the removal from the clause of the names of His Highness the Maharaja and His Highness the Yuvaraja would counterbalance this.

The following draft is suggested as a solution of these difficulties:-

"The number of Club members shall be limited to 57, including the following gentlemen who shall be invited to become Club Members without election:-

The Hon'ble the Resident in Mysore,
The Dewan of Mysore,
The General Officer Commanding Madras District,
The Stewards nominated by the Government of Mysore,
The Committee Members nominated by the Government of Mysore

Article 22. Here again I would substitute for "His Highness the Maharaja of Mysore" "the Government of Mysore".

Article 23. I venture to think that the wording "subject to such orders as Government may pass from time to time" is sufficiently explicit, and that it is not necessary to emphasise them by the addition of the words "which the Committee shall be bound to carry out".

Article 24(d) Filling casual vacancies:

A point that had not occurred to me before is that it should not be in the option of the Committee to fill a casual

vacancy arising from the absence of a nominated member. It might perhaps be well to amend this as follows:-

"To appoint a Club Member to fill any casual vacancy on the Committee among the elected members of the same, or to act for any Member of the Committee temporarily absent from India.

Yours sincerely,

(117

G 3062-1 Tus

G/Mc 140-31-5

Dt 8-11-33

To

The Secretary,

Race Club, Bangalore.

S i r,

With reference to the correspondence ending with your letter No.783 dated 22nd October 1932, forwarding copy of your - Solicitor's letter dated 2nd September 193 regarding the objections raised by Government to the proposal of the Bangalore Race Club to incorporate itself into a limited liability company, I am directed to state that it does not seem to be sufficiently realised by the Club that the Race Course at Bangalore practically continues to be, as it was before 1860, the Race Course of His Highness the Maharaja, but managed and conducted by a Committee acting for and on behalf of the proprietor. The Bangalore Race Club cannot, therefore, from its very constitution claim rights to any property acquired out of the profits realised by conducting the business of racing on these Government lands. While this is, in the opinion of the Government, the strictly legal position, ~~still~~, the Government have no desire to object to the proposal if sufficient safeguards are provided in the new constitution to protect the interests of Government.

Government consider that so far as the Race Course grounds are ~~considered~~ concerned, it is

sufficient if the new company executes a separate agreement containing the terms and conditions on which the land is hereafter to be held by them. This agreement may be annexed to the Memorandum and Articles of Association and a new clause (a) as indicated below may be added to para 3 of the Memorandum:

" (a) to enter into an agreement with the Government under which the company will be permitted to utilise the Government lands now in possession of the said Bangalore Race Club on the terms and conditions specified therein".

Certain further alterations in the proposed memorandum and articles of association appear to be necessary, before Government can approve of them. I am to suggest that clauses (b), (e), (f) and (k) of para 3 of the memorandum may be modified so as to make it necessary for the club to obtain the previous consent of Government whenever they intend to use the Race Course grounds for other purposes such as polo tournaments, or horse and dog shows ~~etc~~., or to enter into any arrangement for union with other bodies or to sell or otherwise transfer all or any property of the club. Para 8 of the memorandum may also has to be altered in order to vest in Government the power of disposal of the club's property in case it is wound up, this power being exercised after duly -

considering any advice which the members of the club may tender in the matter.

As regards the constitution of the Committee in whom the management of the club is vested, I am to ~~state that it is necessary to provide~~ suggest that provision be made for the nominations by the Government of two stewards and two ~~gentlemen~~ members to ~~the Committee~~ instead of one steward and one ~~gentleman~~ member as at present. The names of His Highness the Maharaja of Mysore and His Highness the Yuvaraja of Mysore may be removed from the list of persons to be invited under article 4 to become club members without election. Government also think it desirable that article 23 of the articles of Association should be modified so as to make the exercise of the powers of the Committee subject to any orders that Government may make from time to time. Article 24 clause (d) as worded may include vacancies arising from the absence of a nominated member. Government consider that it should not be in the option of the Committee to fill up such vacancies. The clause has, therefore, to be suitably amended.

A draft of the several clauses of the memorandum and articles of Association referred to, with the modifications suggested above is herewith forwarded for consideration of the Race Club.

If they are acceptable to the Club, the proposal to incorporate the Club into a limited liability company with a copy of the memorandum and articles of Association altered as above indicated may be renewed for approval of the Government.

I have etc.,

~~Chief~~ Secretary to Government.

TSS.

MEMORANDUM OF ASSOCIATION.

Proposed by the Club	Proposed to be modified.
3(a) (1)	To enter into an agreement with the Government of His Highness the Maharaja of Mysore under which the Company will be permitted to utilise the Government lands now in possession of the said Bangalore Race Club on the terms and conditions specified therein..
3(b). To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any other kind, or for polo and to construct houses, grand or other stands, totalizators, pari-mutuels, booths, stablings, paddocks, refreshment rooms and other erections, buildings and conveniences whether of a permanent or temporary nature, which may seem directly or indirectly conduce to the Club's objects, and to conduct, hold and promote race meetings, polo matches, horse and dog and other shows and exhibitions, and otherwise utilise the Club's properties and sites and to give and contribute towards prizes, cups, stakes and other rewards.	To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any other kind, and to construct houses, grand or other stands, totalizators, pari-mutuels, booths, stablings, paddocks, refreshment rooms and other erections, buildings and conveniences whether of a permanent or temporary nature, which may seem directly or indirectly conducive to the Club's objects, and to conduct, hold and promote race meetings, and to give and contribute towards prizes, cups, stakes and other rewards. With the consent of the Government of Mysore to lay out and prepare any lands for Polo and to conduct and hold and promote Polo Matches, horse and dog and other shows and exhibitions and otherwise utilise the Club's properties and sites and to give and contribute towards prizes, cups and other rewards.
3 (e) To carry on any business which may seem to the Club capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of, or render profitable any of the Club's property or rights.	To carry on with the consent of the Government of Mysore any business which may seem to the Club capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of, or render profitable any of the Club's property or rights.
3 (f) To enter into any agreement for union of interests, co-operation, reciprocal concession or otherwise with any person, association or company carrying on, or engaged in, or about to carry on or engage in any business or transaction which this Club is authorised to to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Club, and to lend money to guarantee the	With the consent of the Government of Mysore, to enter into any arrangement for union of interests, co-operation, reciprocal concession or otherwise with any person, association or company carrying on, or engaged in, or about to carry on or engage in any business or transaction which this club is authorised to carry on or engage in, or any business or transaction capable of being conducted, so as directly or indirectly to benefit this Club, and to lend money to

contracts of or otherwise assist any such person, association or company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

3 (k) To sell, surrender, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

8. If upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilitees any property whatsoever, the same shall not be paid to or distributed among the members of the Club but shall be given or transferred to some other institution or institutions having objects to be determined by the members of the Club at or before the time of dissolution, or in default thereof by the Government of His Highness the Maharaja of Mysore.

guarantee the contracts of, or otherwise assist any such person, association or company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

With the consent of the Government of Mysore, to sell, surrender, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

If upon the winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be at the disposal of the Government of Mysore who may give or transfer the same to some other institution or institutions having objects similar to the objects of the Club or to such charitable object or objects as may be determined by them, after duly considering any advice which the members of the club may tender in the matter.

ARTICLES OF ASSOCIATION.

Club members.

4. The number of Club Members shall be limited to 57 including the following gentlemen who shall be invited to become Club Members without election:-

H.H. The Maharaja of Mysore
H.H. The Yuvaraja of Mysore
The Honourable The British Resident in Mysore.
The Dewan of Mysore.
The General Officer Commanding Madras District.
The Steward nominated by His Highness the Maharaja of Mysore.
The Committee Member nominated by His Highness the Maharaja of Mysore.

The number of club members shall be limited to 57 including the following gentlemen who shall be invited to become club members without election:

The Hon'ble the British Resident in Mysore.
The Dewan of Mysore.
The General Officer Commanding, Madras District.
The two stewards nominated by the Government of Mysore.
The two committee members nominated by the Government of Mysore.

22. Management of the Club. Except as otherwise provided by these Articles the entire management of the Club and the

Except as otherwise provided by these Articles the entire management of the Club and the control over the

control over the funds and the property of the Club shall be vested in a Committee of eleven, which shall consist of:

(a) Six Stewards of the Bangalore Races, of whom one who need not be a member of the Club shall be nominated by His Highness the Maharaja of Mysore.

(b) Four Club members who shall be elected by the Stewards and one gentleman, who need not be a member of the Club nominated by His Highness the Maharaja of Mysore.

funds and the property of the Club shall be vested in a Committee of twelve, which shall consist of:-

(a) Six Stewards of the Bangalore Races, of whom two who need not be members of the Club shall be nominated by the Government of His Highness the Maharaja of Mysore.

(b) Four Club members who shall be elected by the Stewards and two gentlemen, who need not be members of the Club nominated by the Government of His Highness the Maharaja of Mysore.

23. Powers of the Committee:- The Committee shall exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Articles or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting, but subject nevertheless to any provisions of the statutes and of these Articles and to any regulations from time to time made by the Club in General Meeting: provided that no regulation so made xxxxxxxxxxxxxxxxxxxxxxxxxx shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made.

Subject to such orders as Government may make from time to time the Committee shall exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Articles or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting, but subject nevertheless to any regulations of the statutes and of these Articles and to any regulations from time to time made by the Club in General Meeting; provided that no regulation so made shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made.

24 (d) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any Member of the Committee temporarily absent from India.

Substitute the following for clause (d)

" To appoint a Club Member to fill any casual vacancy among the elected members of the Committee or to act for any such member of the Committee temporarily absent from India".

D.O. No 308/

9 - 11 - 1933

124

Dear Sir,

With reference to your letter No. C. 640 dated the 7th instant, I write to state that the letter to the Race Club referred to has issued today from the Secretariat.

Yours sincerely,

Sir Charles Todhunter, K.C.S.I.,
Private Secretary to His Highness
the Maharaja of Mysore, M y s o r e

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

(125)

No. G 3062/Revs
G M-140-31-5

Bangalore, Dated, 8th/9 Novr. 193 3.

From

The General Secretary to the Government of His Highness the Maharaja of Mysore

To

The Secretary,

Race Club, Bangalore.

Sir,

With reference to the correspondence ending with your letter No.783 dated 22nd October 1932, forwarding copy of your Solicitor letter dated 2nd September 1932 regarding the objections raised by Government to the proposal of the Bangalore Race Club to incorporate itself into a limited liability company, I am directed to state that it does not seem to be sufficiently realised by the Club that the Race Course at Bangalore practically continues to be as it was before 1860, the Race Course of His Highness the Maharaja but managed and conducted by a Committee acting for and on behalf of the proprietor. The Bangalore Race Club cannot, therefore, from its very constitution claim rights to any property acquired out of the profits realised by conducting the business of racing on these Government lands. While this is, in the opinion of the Government the strictly legal position, the Government have no desire to object to the proposal if sufficient safeguards are provided in the new constitution to protect the interests of Government.

Government consider that so far as the Race Course grounds are concerned, it is sufficient if the new company executes a separate agreement containing the terms and conditions on which the land is hereafter to be held by them. This agreement may be annexed to the Memorandum and Articles of Association and a new clause (aa) as indicated below may be added to para 3 of the Memorandum:

" (aa) to enter into an agreement with the Government under which the company will be permitted to utilise the Government -

lands now in possession of the said Bangalore Race [illegible] on the terms and conditions specified therein".

Certain further alterations in the proposed memorandum and Articles of Association appear to be necessary, before Government can approve of them. I am to suggest that - clauses (b), (e), (f) and (k) of para 3 of the memorandum may be modified so as to make it necessary for the club to obtain the previous consent of Government whenever they intend to use the Race Course Grounds for other purposes such as polo tournaments, or horse and dog shows, or to enter into any arrangement for union with any other body or to sell or otherwise transfer all or any property of the club. Para 8 of the memorandum may also be altered in order to vest in Government the power of disposal of - the club's property in case it is wound up, this power - being exercised after duly considering any advice which the members of the club may tender in the matter.

As regards the constitution of the Committee in whom the management of the club is vested, I am to suggest that provision be made for the nomination by the Government - of two stewards and two committee members instead of one steward and one member as at present. The names of His Highness the Maharaja of Mysore and His Highness the Yuvaraja of Mysore may be removed from the list of persons to be invited under Article 4 to become club members without election. Government also think it desirable that article 23 of the Articles of Association should be modified so as - to make the exercise of the powers of the Committee subject to any orders that Government may make from time to time. Article 24 clause (d) as worded may include vacancies - arising from the absence of a nominated member. Government

Government consider that it should not be in the option of the Committee to fill up such vacancies. The clause has, therefore to be suitably amended.

A draft of the several clauses of the memorandum and Articles of Association referred to, with the modifications suggested above is herewith forwarded for consideration of the Race Club.

If they are acceptable to the Club, the proposal to incorporate the Club into a limited liability company with a copy of the memorandum and Articles of Association altered as above indicated may be renewed for approval of the Government.

I have the honour to be,

Sir,

Your most obedient servant,

General Secretary to Government.

(draft)

TSS.3.

ARTICLES OF ASSOCIATION.

4. Club Members.- The number of Club Members shall be limited to 57 includi g the following gentlemen who shall be invited to become Club Members without election:-

H.H. The Maharaja of Mysore.
H.H. The Yuvaraja of Mysore.
The Honorable the British Resident in Mysore.
The Dewan of Mysore.
The General Officer Commanding Madras District.
The Steward nominated by His Highness the Maharaja of Mysore.
The committee member nominated by His Highness the Maharaja of Mysore.

22. Management of the Club.- Except as otherwise provided by these Articles the entire management of the Club and the control over the funds and the property of the Club shall be vested in a Committee of eleven, which shall consist of:

(a) Six Stewards of the Bangalore Races, of whom one who need not be a member of the Club shall be nominated by His Highness the Maharaja of Mysore.

(b) Four Club members who shall be elected by the Stewards and one gentleman, who need not be a member of the Club nominated by His Highness the Maharaja of Mysore.

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The Dewan of Mysore.
The General Officer Commanding, Madras District.
The two Stewards nominated by the Government of Mysore.
The two committee members nominated by the Government of Mysore.

Except as otherwise provided by these Articles the entire management of the Club and the control over the funds and the property of the Club shall be vested in a Committee of twelve, which shall consist of :

(a) Six Stewards of the Bangalore Races; of whom two who need not be members of the Club shall be nominated by the Government of His Highness the Maharaja of Mysore.

(b) Four Club members who shall be elected by the Stewards and two gentlemen, who need not be members of the Club nominated by the Government of His Highness the Maharaja of Mysore.

Subject to such orders as Government may

23 Contd :-

exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Articles or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting, but subject nevertheless to any provisions of the statutes and of these Articles and to any regulations from time to time made by the Club in General Meeting: provided that no regulation so made shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made.

24 (d) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any Member of the Committee temporarily absent from India.

may make from time to time the Committee shall exercise all such powers and do all such things as may be exercised or done by the Club, except such as are by these Articles or any statute for the time being in force required to be exercised or done by the Stewards or by the Club in General Meeting; but subject nevertheless to any regulations of the statutes and of these Articles and to any regulations from time to time made by the Club in General Meeting; provided that no regulation so made shall invalidate any prior act of the Committee, which would have been valid if such regulation had not been made.

Substitute the following for Clause (d).

"To appoint a Club Member to fill any casual vacancy among the elected members of the Committee or to act for any such member of the Committee temporarily absent from India"

Mperalao

For General Secretary

Memorandum of Association.

Proposed by the Club	Proposed to be modified
3 (a) (1)	To enter into an agreement with the Government of His Highness the Maharaja of Mysore under which the Company will be permitted to utilise the Government lands now in possession of the said Bangalore Race Club on the terms and conditions specified therein.
3(b). To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any other kind, or for polo and to construct houses, grand or other stands, totalizators, pari-mutuels, booths, stablings, paddocks, refreshment rooms and other erections, buildings and conveniences whether of a permanent or temporary nature, which may seem directly or indirectly to conduce to the Club's objects, and to conduct, hold and promote race meetings, polo matches, horse and dog and other shows and exhibitions, and otherwise utilise the Club's properties and sites and to give and contribute towards prizes, cups, stakes and other rewards.	To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any other kind, and to construct houses, grand or other stands, totalizators, pari-mutuels, booths, stablings, paddocks, refreshment rooms and other erections, buildings and conveniences whether of a permanent or temporary nature which may seem directly or indirectly conducive to the Club's objects, and to conduct, hold and promote race meetings, and to give and contribute towards prizes, cups, stakes and other rewards. With the consent of the Government of Mysore to lay out and prepare any lands for Polo and to conduct and hold and promote Polo Matches, horse and dog and other shows and exhibitions and otherwise to utilise the Club's properties and sites and to give and contribute towards prizes, cups and other rewards.
3 (e) To carry on any business which may seem to the Club capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of, or render profitable any of the Club's property or rights.	To carry on with the consent of the Government of Mysore any business which may seem to the Club capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of, or render profitable any of the Club's property or rights.
3 (f) To enter into any agreement for union of interests, co-operation, reciprocal concession or otherwise with any person, association or company carrying on, or engaged in, or about to carry on or engage in any business or transaction which this Club is authorised to	With the consent of the Government of Mysore, to enter into any arrangement for union of interests, co-operation, reciprocal concession or otherwise with any person, association or company carrying on, or engaged in, or about to carry on or engage in any business or transaction which thi

to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Club, and to lend money to guarantee the contracts of, or otherwise assist at any such person, association or company, and to take or otherwise acquire shares and securitees of any such company, and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

club is authorised to carry on or engage in, or any business or transaction capable of being conducted, so as directly or indirectly to benefit this club, and to lend money to guarantee the contracts of, or otherwise assist any such person, association or company, and to take or otherwise acquire shares and securities of any such company, and tp sell, hold, re-issue with or without guarantee or otherwise deal with the same.

3(k) To sell, surrender, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

With the consent of the Government of Mysore, to sell, surrender, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Club.

8. If upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club but shall be given or transferred to some other institution or institutions having objects to be determined by the members of the Club at or before the time of dissolution, or in default thereof by the Government of His Highness the Maharaja of Mysore.

If upon the winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Club, but shall be at the disposal of the Government of Mysore who may give or transfer the same to some other institution or institutions having objects similar to the objects of the Club or to such charitable object or objects as may be determined by them, after duly considering any advice which the members of the club may tender in the matter.

Mysorelaw

For General Secretary.

3313/P 33

Mr. N. MADHAVA RAO, B.A., B.L.,
Revenue Commissioner.

NEW PUBLIC OFFICES,

Dated Bangalore, ...16th Decr. 1933.

Do. 54/33-34

Dear Mr. Ramaswami,

Would you kindly send for reference as promised, the Secretariat file regarding the proposal to constitute the Race Club into a company with limited liability ?

Yours sincerely,

N. Madhava Rao

Please comply with immediately

16/12

Today fwd 16/12/33

Issue today

Issued vide P. 3313/P dated 16-12-33

This may be sent to S.R. Bn to await the return of

18/12

Since it has gone from the Law Secy, it is likely the file will be returned hereby the Revenue Secy - This may be kept in Sus, Thereafter.

SRSA 18/12

18/12

133

3365

Mr. N. MADHAVA RAO, B.A., B.L.,
Revenue Commissioner.

OFFICE OF THE REVENUE COMMISSIONER
IN MYSORE,

DUN 54/33-34.
Enc One packet
Separately sent

Dated Bangalore, 18-12-1933.

Dear Mr. Ramaswami,

I return herewith the file relating to the proposal of the Bangalore Race Club to constitute itself into a Company, sent with your D.O.No.P.2919/Law. dated 16th December 1933.

Yours sincerely,

N. Madhava Rao
20/12/33

Linked file will be returned to G.M. Br.

ISD
20/12

20/12

(131

GENERAL AND REVENUE SECRETARIAT

D. O. No. p 2913/Rev

Dated, Bangalore, 16th December.

Enc one file.

My dear Mr. Madhava Rao,

As desired in your D.O. letter No. 54 of to-day, and directed to I send herewith for reference and return the file relating to the proposal of the Bangalore Race Club to constitute itself into a Company.

Yours sincerely,

for Secy.

N. Madhava Rao, Esq., B.A., B.L.,

Revenue Commissioner in Mysore,

Bangalore.

Appendix F G—1]

SUBJECT .....

.....

.....

Section Law

File No.

Serial No.

Diary No. of letter replied to .....

No. P 2919/Gen. Misc

To

.....

Dear Mr. Madhavarao,

As desired in your

D.O letter No. 54 of ~~the~~ today,

I send herewith for reference

& return the file relating to

the proposal of the Bangalore Race

Club to constitute itself into

a Company.

Yours sincerely

.....

N. Madhavarao Esq. B.A. B.L.

Revenue

General and Revenue Secretariat

( )

the 193 .

Date of issue 16/12/33

Signed by Mr. N. R. Jagannadha

List of enclosures .....

Copied by .....

Examined by .....

WD 71—GBPM—40,000—20-7-31.

C.943/1

136

Vasantha Mahal,

Mysore, 16th December 1933.

? Say
Yes
17-12-33

Please place this in the file. (Sd) M.

W. M. Rao saw this

My dear Mirza,

I have received from the Race Club the papers relating to the proposed conversion of the Club into a Company, together with the minutes on it, and find the position is a good deal more difficult than I had first thought owing to the fact that only a portion of the papers were circulated and members have taken strong objection to the proposed control of the Government over the actions of the Committee, being in ignorance of the fact that the agreement of 1923 provides for practically the same measure of control.

I hope I am right in thinking that you will not press for the insertion in the Articles of Association of the clause regarding the proceedings of the Committee being subject to the orders of Government so long as you have full powers reserved to Government by the agreement relating to the holding of the land, and further that you will not object to the nomination of Stewards and Members of the Committee being left in the hands of His Highness the Maharaja if the Committee are very anxious that matters should be left on that basis. On this understanding I have drafted a note suggesting what seems to me to be the best solution of the matter at present, namely, a discussion between a small delegation of the Committee and representatives of the Government. I enclose copy of my note herewith and shall be much obliged if you can let me have a telephone message early tomorrow morning to say whether it sufficiently represents your point of view.

No

No

I have H.H.'s proposals had my general approval & Rao M. Rao Bahadur Rao Sahib styled, Spoke to H.H. Chief Sahib Mirza Ismail on Monday next.

If it does so, I will arrange to have copies cyclo- to members of the Committee so that they may come to the meeting

with a much fuller knowledge of facts ~~of the~~ in issue than I think they have at present.

Yours sincerely,

G. S. Murthy

As the correspondence circulated relates only to the last phase of the discussions, I think it is desirable that we should have a fuller statement of the facts before us before we come to a final decision.

In the first place there was no Race Club at all until about ten years ago, all that existed being the Race Course Committee. When the Club was constituted about 1923 the members of the same entered into a stamped agreement dated the 9th September 1923 of which the following are the principal conditions. I have underlined the portions that appear to be specially relevant to the present discussion.

(1) The lands belong absolutely to Government. They will continue to be shown in the Government accounts as Government lands, but until the further orders of Government no assessment wi be levied fromthe Race Club.

(2) The lands will be held in the sole possession of Race Club Committee so long as they are utilised for a Race Course. The lands should on no account be utilised for any other purpose, and should never be alienated.

(3) If the Race Club ceases to operate or to use the lands in question for a Race Course, the lands revert to Government

(4) No buildings are to be erected without permission or except for bona fide racing purposes.

(5) If any of the land is not required by the Race Clu it shall be handed back.

(6) The Race Club agrees to abide by such instructions and conditons as may be issued and laid down by Government from tim to time in regard to the management or enjoyment of the lands formi part of the race course or any building standing thereon.

(7) Similar conditions apply to any further lands that may be added by Government.

(8) On breach of any of the conditions the lands rever

The question of converting the Club from an unregister body into a company was mooted in 1926, when the appointment of a Finance Sub-Committee and Trustees was adopted as an alternative.

The present proposal had its origin in 1931 in the difficulties experienced by the Club as an unregistered body in investing the reserve fund of Rs.50,000. The matter was referred to our solicitors who recommended converting the Club into a Company in a long letter dated the 21st November 1931 of which the following is a summary made at the time.

"The advantages that would accrue from incorporating the "Club under the Companies Act may be summed up in a few sentences.

Legal Proceedings - If incorporated, the Club could sue "as a Company. If not, the sanction of the Court to allow a member "or members to sue in their representative capacity has to be obtaine

Dealings with property - If incorporated, the Club could hold Government promissory notes in its own name. If not, it would be necessary to hold them in the name of the Bank and to obtain a safe custody receipt.

Borrowing on Debentures.- The Club is not likely to be able to borrow, but if it could, the procedure would be simpler if it were incorporated.

Limitation of liability - At present the members would be liable in case of any disaster happening to the Club. If the Club were incorporated, this liability would be limited.

Distribution of Property on Dissolution.- It seems desirable that there should be some provision as to this, but presumabl such a provision could be made in the rules as well as in the Articles of Association.

Control - Apparently it would be possible to draft the Articles of Association and byelaws so as to reproduce the present arrangements.

To sum up: the great advantage of incorporation is the limitation of liability. As regards the question of investment, out of which the correspondence arose, it seems there need be no difficulty about this if we authorise the Bank to hold the securities for us and arrange with them to deliver the same on discharge of their safe custody receipt by the Trustees.

At the same time it seems optimistic to suppose that the Government would permit the registration as a company of a Club which sought registration only for the purpose of limited liability, but did not add the word 'limited' to its title, and exhibited none of the other characteristic features of a company."

After discussion the Committee, in a meeting of us 28th November 1931, approved a draft ~~xk~~ asking Messrs.King and Partridge to draw up a Memorandum ~~of~~ and Articles of Association.

They sent a draft, which was discussed and amended at length, and a final draft was ultimately adopted at a Committee meeting of 16th April 1932.

This was circulated with an expalanatory memorandum and approved by a General Meeting on 28th May 1932, and confirmed by a second General Meeting on the 19th June 1932.

The proposals were placed before the Government without any explanatory memorandum and rejected for reasons which, it was not difficult to show, were based on a misconception.

Thereafter they examined the early history of the case and referred the matter to their legal advisers, and the letter now under discussion is the result.

The respects in which they wish to amend our proposals may be dealt with in the order in which they appear in the tabular statement relating to the Memorandum and Articles of Association.

Memorandum

3(a)1. They provide for our entering into an agreement regarding the land, which would no doubt be on the lines of the present agreement.

3(b) They require the consent of the Government to be taken before we use the land for any purpose other than racing. The present agreement contains a total prohibition of any such use.

3(e) and (f): They require the consent of the Government to be taken before we enter on any business, or arrange for any union of interests with any person carrying on such business. The underlying idea, I believe, is that we should not, for instance, take part in the formation of a Southern India Turf Club without the consent of His Highness the Maharaja, who has a pre-eminent interest in the Bangalore Race Club.

3(k) They require that we should take the consent of the Government of Mysore before we deal with the property and rights of the Club. The main purpose of this proposal, as I understand it, is to prevent our transferring to any other body the rights which the agreement relating to the land gives us.

(8) They suggest a small modification of the proposals regarding the disposal of the property of the Club on dissolution. We proposed that the Club should transfer it to similar objects and failing its doing so that it should lapse to Government. They pro-

pose

that the Government should dispose of it on other similar objects after taking the Club's advice.

Articles of Association

(4) They propose to omit His Highness the Maharaja and His Highness the Yuvaraja from the category of ~~the~~ Club Members.

(22) They propose to increase the number of nominated Stewards and Members of Committee in each case from one to two, and that the Government should make the nomination instead of His Highness the Maharaja. I have reason to believe that, if the Club desi.e particularly that the nomination should be by His Highness the Maharajam, no objection would be taken to this. As regards the proposal to increase the number of nominated members, I gather that there is no desire to alter the present constitution of the Committee, but that it is desired, in view of His Highness's large interests in the Club, to have more members who are bound to vote, in any matter in which he is specially interested, as he may direct. This is a less drastic way of securing the desired object than the passing of direct orders which forms the subject of the next proposal.

(23) They propose to make the exercise of its powers by the Committee subject to such orders as Government may make from time to time. This is the proposal which has caused several members to suggest that the proposal to turn the Club into a Company should be dropped. I think perhaps that the members when noting had not before them the wording of the ~~ak~~ agreement, under which the Race Club agrees to abide by such instructions and conditions as may be issued and laid down by Government from time to time in regard to the management or enjoyment of the lands forming part of the Race Course or of any building standing thereon. I have reason to believe that the Government would not press this addition to the Articles of Association if the Committee particularly object to it, provided always that the agreement which is attached to it continues in the same terms as the present agreement.

In making these comments I may add that Messrs.King and Partridge's letter is quite beside the point because they write as if

in ignorance of the existence of the present agreement, although a copy was furnished to them at an early stage of the discussion.

If I am right in the above suppositions, the practical iss appears to be whether the Committee will agree to give His Highnes the Maharaja a larger potential representation on the Committee th at present, and this I understand is suggested as a less drastic alternative than the use of the power which the Government at pres possess of issuing instructions and laying down conditions regardi the management or enjoyment of the Race Course.

I would suggest that, before we report to the ~~General~~ Gener Meeting recommending the abandonment of the proposal to convert th Club into a Company, we should ask the Government to receive a delegation of one or two members to discuss the specific points in issue and see if an agreement cannot be arrived at regarding them.

I wd insist that no one who is not a former resident in the state shd be a steward or a member of the Committee. I wish to avoid the anomaly of a man like Sir Akbar retaining his stewardship & chairmanship & dominating the affairs of the Club.

The condition of the new agreement shd be no less stringent than those of the present. The principal thing however, is to secure the nomination of a number of stewards who shd give His H. adequate control over the Club.

JM

TELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

2988.

734 BANGALORE RACE CLUB,
RACE COURSE ROAD.

143

No 2453.

Bangalore, 4th January 1934.

To.

Gen 140-31-6

The General Secretary to the Government
of His Highness the Maharaja of Mysore,
Bangalore.

GENERAL SECRETARY
4 JAN. 1934
No 8

Sir,

I am desired to acknowledge receipt of your letter No. G.3062/2/G.M.140-31-5, dated the 8th November 1933, on the subject of the proposal of the Bangalore Race Club to incorporate itself into a limited liability company, and to ask you to be good enough to place the following considerations before the Government.

It is stated in your letter that the Government consider that, so far as the Race Course grounds are concerned, it is sufficient if the new company executes a separate agreement containing the terms and conditions on which the land is hereafter to be held by them. My Committee presume that this separate agreement will take the place of the agreement entered into between the Government and the Club in 1923. The latter agreement is in some respects rather unfortunately worded, and with a view to a clearer definition of the rights of the parties under this and for other reasons which will hereafter appear, I am to ask that the Government will be pleased to receive a delegation consisting of

Lt.Colonel.G.de C.Glover,D.S.O.,M.C., and
Mr. E.H.Sullivan,

to discuss matters of detail arising out of the questions in issue.

With reference to the questions raised in paragraphs 4 and 5 of your letter, I am desired to say that, generally

ELECTRAPHIC ADDRESS
"RACES"
TELEPHONE:-385

BANGALORE RACE CLUB,
RACE COURSE ROAD,

144

Bangalore, ... 193 .

speaking, the Committee understand that the position of the Government is that they do not wish to interfere in the day-to-day administration of the Club but that they do wish to secure that His Highness the Maharaja should have a veto in respect of any radical changes of policy. If the above statement correctly represents the position, the Committee have no objection to urge to it, but, as in the matter of the agreement, they think that it is very desirable that the details of the clauses which are to give effect to it should be examined together by representatives of both parties.

With reference to the further proposal made in paragraph 5, namely, that provision should be made for the nomination by the Government of two Stewards and two Committee Members instead of one Steward and one Committee Member as at present, I am desired to point out that the nomination at present is by His Highness the Maharaja and not by His Highness's Government, and to say that the Committee would be glad if the Government would agree to allow this part of the provision to remain unchanged; subject to such agreement, the Committee will not object to an increase in the power of nomination so proposed.

On hearing from you that the above proposals are accepted, the delegation in question will be ready to wait upon the Government.

I have the honour to be
Sir,
Your most obedient servant,

Honorary Secretary,
Bangalore Race Club.

(145

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

No. G 515 / Gm. 140-31-7

Bangalore, Dated, 22nd January 1934

From

The *Secretary to the Government of His Highness the Maharaja of Mysore, Development Department.*

To

The Honorary Secretary,
Bangalore Race Club,
Race Course Road, Bangalore.

Sir,

With reference to your letter No.2453 dated 4th January 1934 requesting Government to receive a delegation consisting of

Lieut. Colonel G.de C. Glover, D.S.O., M.C., and
Mr. E. H. Sullivan

to discuss certain matters arising out of the proposal of the Bangalore Race Club to incorporate itself into a limited liability Company, I am directed to state that the First Member of Council will be glad to meet the delegation in his Chambers in the Old Public Offices, on Thursday the 1st February 1934 at 2 p.m.

I have the honour to be,

Sir,

Your most obedient servant,

for Secretary to Government,
Development Department.

Psk.

14½

Appendix F G—1]

SUBJECT .....

.....

.....

Section G.M.

File No. ~~G~~ 140-31

Serial No. 7

No. G. 5151

Diary No. of letter replied to .....

To The Hony. Secretary,
Bangalore Race club,

Sir,

With reference to your letter No 2453 dated 4-1-1934 ~~Secretary~~ requesting Govt to receive a delegation consisting ~~the proposal of the Bangalore Race club to incorporate itself into a limited liability compan~~ of

I am directed to state that the First member of Council will be glad to meet ~~the delegation at his~~ the delegation in his chambers in the old public offi on Thursday the 1st ~~of~~ February 1934 at 2 P.M. ~~a delegation from the club consisting of the~~ ~~majority~~ X named gentlemen to ~~discuss matters of detail arising~~ out of the questions in iss

I have etc P.T.O.

General and Revenue Secretariat

( )

the 193 .

Date of issue 20/1/34

Signed by J M Macpherson

* Lt Colonel G. de Teissier, D.S.O, M.C
and Mr. E. H. Sullivan, to discuss certain matters arising out of the proposal of the Bangalore Race club to incorporate itself into a limited liability Company

List of enclosures .....

Copied by .....

Examined by .....

WD 0677—GPB—15,000—3-11-33

1.1.34

~~as desired by you.~~

I have the

development secretary

RR 22/1. WL

THE PALACE,
BANGALORE.

To be placed
on file with my
letter of even
date 1934

My dear Mr. Mathew,

I return herewith copies of 8/7/34
correspondence between the Race
Club & Messrs. King & Partridge,
subsequent to the Race Club
delegation's conversation with you.

Kindly return the enclosed
copies to me to Mysore after
perusal.

Yours Sincerely
Nabi Khan

The originals
were returned to
Capt. Nabi Khan
on 14/2/34
CEC.

(147)

7, Kondi Chetty Street,
Madras, 5th February 1934.

Captain G. Vesey,
Assistant Secretary,
Bangalore Race Club,
Bangalore.

Dear Sir,

We are in receipt of your letter of the 2nd instant.

1. With reference to paragraph 2 of your letter, the powers conferred on the proposed limited Company are no wider than the powers at present possessed by the Race Club.

2. There is no objection to having the Memorandum limited b reference to the agreement with the Government as suggest in paragrah 4. The agreement should be referred to by date. Whether the agreement of September 1923 continues to be in force or whether a new agreement is to be made it should set out the terms and conditions on which the Race Club is to hold land but no reference to the internal management of the Race Club should be made.

3. With regard to clause 8 of the 1923 agreement we do not like the suggested alteration. We would prefer to have the - - clause remain as it is. We suggest as an alternative to your amendment the following:- "But they will not exercise this righ so long as the lands are properly used for the purpose for which they are intended".

4. With regard to the agreement itself it is in the nature of a license coupled with an interest and therefore we think irrevocable provided the conditions are fulfilled. No consideration is necessary for such a document as it is not a contract in the ordinary sense; it is analogous to a grant of an inam which is frequently made free from assessment in much the same way as the present document is drawn.

Our Mr. Sell will be in Bangalore on the 7th instant and if possible will try and see you during the day.

Yours faithfully,

Sd/ King and Partridge.

COPY

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Bangalore Race Club,
Bangalore, 2nd February 1934.

To

Messrs. King & Partridge,
7 Kondi Chetty Street, Madras.

Dear Sirs,

Reference your letter dated January 8th to the Honorary Secretary, Bangalore Race Club.

Lt. Col. G. de C. Glover and Mr. E.H. Sullivan were granted an interview by the First Member on February 1st. The First Member assured them that Government had no intention whatever of interfering with the running of the Race Club but wished to preserve the status quo.

2. The Government appear to be nervous that questions might be asked in the Legislative Council regarding the very wide powers which are apparently conferred on the Race Club. They point out th Memorandum and Articles of Association are published and are available to the public while the agreement is not.

3. They therefore wish it be made clear in the Memorandum and Articles of Association that the powers granted are limited by the agreement.

4. Our delegates suggested that the words "subject to the provi sions of the agreement with the Government of Mysore" should be sub stituted for the words "with the consent of the Government of Mysor wherever such words occur in their proposed modifications of the Memorandum and Articles of Association and that the same phrase xhx should be used in lieu of "subject to such orders as the Government may make from time to time" in their proposed modification of - - - Article 23.

5. The delegates also pointed out that clause 8 of the 1923 agreement was ambiguous. The First Member explained that the claus meant that in exceptional circumstances Government reserved to them selves the right to issue orders and they are prepared, we think, to alter the wording. We suggest that the clause should be redrafted and should read as follows:-

"The Government reserve to themselves the right to issue from

time to time such instructions and conditions as they may think fit regarding the management and enjoyment of the lands forming part of the Race Course but they will not exercise this right so long as the management of the Race Club is conducted to their satisfaction".

6. Will you please offer your remarks on the foregoing suggestions and make such alterations in the wording as you consider necessary? Government absolutely decline to consent to any detraction from their powers.

7. Our delegates are rather apprehensive that the present agreement is not binding as it is an agreement without consideration. Will you please give us your opinion on this point?

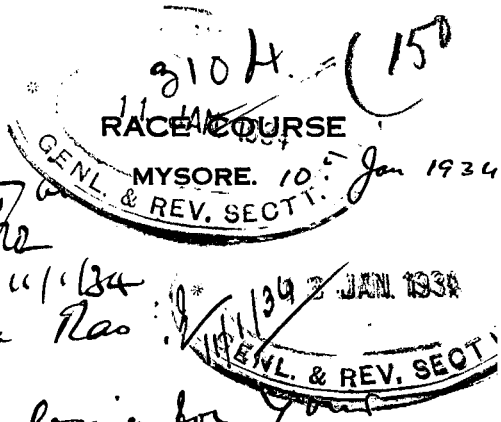
As there will be a Committee meeting on the 9th I request you will be so good as to send a reply by the 7th at the latest.

Yours faithfully,

Sd/ G. Vesey, Captain,
Asstt. Secretary, B.R.C.

True Copy.

Personal



3104. (15)

Please keep them a
Re Brand Rd
11/1/34

My dear Ranga Rao

I am enclosing for your information copy of the Minutes of the Bangalore Race Club Committee meeting about which I have already spoken to you.

I suggest that in view of the attitude the Committee are taking Government should at once Nominate an extra Steward and an extra member on the Committee and ask them to carry on as at present.

If Government do not wish to make

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RACE COURSE

MYSORE.

any Sudden change in the Constitution of the Club - they may elect Colonel Lock & Col. Mishmash to resign from the Committee & appoint the two extra Nominees in their Stead.

I also enclose copy of a Letter from King & Partridge on the matter.

Kind regards

Yours Sincerely

Mahi Khan

(152)

Proceedings of a Committee meeting held at the Bangalore Race Club on Friday the 5th January 1934, at 8 a.m.

Present.

Brigadier R.J.R.Hill,D...O.,(In the Chair)
Lt.Colonel.J. P.Heath,R.E.,B.A.E.,(Co-opted)
Lt.Colonel.G. de C. Clover,I.S.O.,M.C.,
Captain.M.Habi Khan,
L.M.Sullivan,Esqr.,
Dr. D.Mohamed Usman,L...S.,
Captain.H.Wilkin,M.B.,M.C.,
Lt.Colonel.B.P. rishna Urs, .C.,I.D.S.M.,D.S.I.,
Captain.C.Vesey(Assistant Secretary)

---

1. The minutes of the Committee meeting held 19th December 1933 were read.

Dr.Usman raised the question whether the letter sent to the Mysore Government in accordance with minute 3 represented the opinion of the Committee as recorded on vote on radical changes. This led to discussion, the letter was read and it was decided that the Committee had never agreed that they had no objections to control by His Highness the Maharaja and his Government on the terms stated in the letter.

Colonel. Clover and Mr. Sullivan then pointed out that as the Committee's representatives, they should be given authority to state what terms as regards the use of the Race Course and control by Government the Committee would be willing to accept. Mr. Sullivan suggested that the most satisfactory arrangement would be a lease renewable every three years. This was agreed to. As regards control by Government it was agreed that although no difficulties need be expected with the Government and Committee, both were liable to change and the Committee could not tie the hands of their successors by accepting any control by Government greater than that at present exercised. It was considered that the Committee must have full power to erect Stands and other buildings and authorise the expenditure of funds as they

considered necessary for the benefit of racing in [illegible].

Colonel.Clover and Mr. Sullivan were authorised to act on here terms. The minutes were then confirmed.

2. The minutes of the Sub Committee meeting held on the 9th January 1936 were also confirmed.

3. A letter from the Private Secretary to His Highness the Chamraja of Mysore, nominating Capt.in.Kelleghan and Mr. L.V. Manthargoan, the former to act as a Stewards the latter as a Committee member in place for Sir Charles Todhunter during his period of absence on leave was recorded.

4. Mr.Sullivan was appointed a member of the Finance Sub Committee in place of Sir Charles Todhunter.

5. A letter received from the Secretary, Mysore Racing Club stating they do not consider it advisable to hold a Spring Meeting as the prize money would be required for the Autumn Meeting.

6. A letter received from Mrs. Sandell regarding the grazing fee to be given to them for the year [illegible] was read and discussed. It was resolved to ask Mrs. Sandell to continue the contract on the same terms as last year.

7. The Honorary Secretary produced and explained the [illegible] Starting Gate which he had received from [illegible]. It was decided that one gate be made, erected and tested. If satisfactory the question of supplying them [illegible] will be considered.

---

7 Kondi Chetty Street,
Madras.
8th January 1934.

King & Partridge,

The Hon.Secretary,
Bangalore Race Club,
Race Course Road,
Bangalore.

Dear Sir,

We are in receipt of your letter of the 4th instant No.2454/2 with the enclosures.

"True Copy"
Thomas Capt
Asst Secretary
B.R.C.

We have referred to the agreement of the 8th September 1923 which we understand purports to set forth the terms and conditions of the G.O. dated 7th May 1915. We have not got a copy of this G.O.

In our view this agreement is a license dealing solely with the land and the terms on which it is held. Condition 8 is not very happily worded. The Race Club agrees to abide by such instructions and conditions as may be issued and laid down by Government from time to time in regard to the management or enjoyment of the lands forming part of the Race Course or of any buildings standing thereon. The word "management" is rather vague but in the context we consider that it has reference to the manner in which the land is to be enjoyed namely as a Race Course. We do not think it was intended to mean that Government could lay down condition as to the internal management of the affairs of the Club by the members inter se. We have in mind particularly the suggestion that the exercise of the powers of the Committee should be subject to any orders from Government.

We are confident that the document cannot support the suggestion that the profits earned by the Club do not belong to the Members, as the Club is at present constituted but belong to the licensor, the Government

of Mysore or the Maharajah. The position would be the same if the Club was registered as an ordinary limited company.

If of course, Government under the provision of the Companies Regulation permit the word "Limited" to be omitted, the members could not claim any part of the property but it would have to be handed over to some similar object to be determined if thought desirable by the Government or the Maharajah. This permission would be granted by Government, not as the licensor of the land, but acting under the Companies Regulation.

It is true that if the Club is incorporated as a limited Company with or without the word "limited", the legal entity is changed and if the Club held any property moveable or immoveable it would have to be transferred to the limited Company. But in your case you are not possessed of any land; you only have a license to use the land. There would therefore be no alienation of the land but only a transfer of the license. We agree that the license could not be so transferred without the consent of the licensor under penalty of a concellation of the license. If as a condition of giving such consent, Government insisted on having complete control of the internal managment of the affairs of the Club or claiming rights of ownership over the profits earned by the Club, it would be better to leave things as they are, without incorporation.

We cannot think however, that Government seriously contemplate making such a condition, which would violate the principles of Company lay and would be extremely inequitable.

We agree that the best course is to have an interview with Government to get the matter put on a permanent basis, bearing in mind the points we have tried to bring out.

Yours Faithfully,

Sd/- King & Partridge

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Mr. N. MADHAVA RAO, B.A., B.L.,
Revenue Commissioner.

NEW PUBLIC OFFICES,

Dated Bangalore, 27th Febry. 1934

C.S. RR 1/3/34

DEWAN'S OFFICE
2 MAR 1934
No. 5326

Dear Ranga Rao,

I send herewith a Circular received from the Secretary of the Race Club, enclosing a draft letter which it is proposed to address the Government in the matter of the future relations of the Club with Government. I am sending him a reply, as per copy enclosed, and would be glad if you will let me know if Government wish to give any further instructions in the matter.

Yours sincerely,

N. Madhava Rao

Sd. for perusal. I am not sure that any further instruction are called for at present. I would however point out that the tone of the letter is not what it should be.

1st March RR 1/3/34

R. Ranga Rao Esq., B.A., B.L.,
Chief Secretary to Government.

Dewan 1/3/34 RR 1/3/34

FDL 2/3/34 Secretary's Diary RR 2/3.

Mr. N. MADHAVA RAO, B.A., B.L.,
Revenue Commissioner.

NEW PUBLIC OFFICES

Dated Bangalore, ...27th February 1934

Dear Sir,

With reference to your Circular letter No. 2598 dated 26th February 1934, I wish to offer the following remarks on the draft letter proposed to be sent to the General Secretary to the Government of Mysore.

The question of the origin and proprietorship of the old Agaram Race Course is stated to be a matter of purely academic interest. I would therefore omit this paragraph, particularly as some of the statements made therein do not appear to be correct.

To the best of my recollection, the Race Course grounds were set apart for a quasi public purpose, viz., for the convenience of the riding public of Bangalore and in order to carry out this purpose, they were handed over in 1863 to a Committee composed of all the Stewards and Secretaries of the several Race Meetings then in Bangalore. The informality of its composition makes it improbable that it was regarded as an independent body in the sense that this paragraph would make out.

Para 6.-

It is understood that one of the two Committee members to be nominated by His Highness the Maharaja, would also be Ex-officio Secretary of the Club.

The intention of the Government not to use their reserve powers in ordinary matters may be mentioned in the correspondence, but I doubt whether it could appropriately be incorporate in the Agreement itself by re-drafting the clause suggested.

Para 9.-

I would add a sentence expressing the hope that His Highness the Maharaja and His Highness the Yuvaraja would continue to be members of the Club under some proper title. E.G. Patron, or Vice-Patron.

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On some other points, I shall be glad to place my views at the next Committee meeting. Meanwhile, I shall be obliged if you will kindly send me a copy of the draft Articles of Association without which I do not find it easy to follow the proposed draft letter.

Yours sincerely,

Sd/- N. Madhava Rao,

The Assistant Secretary,
Bangalore Race Club.

" C o p y "

2nd March

2825/C.S
Encl 3

My dear Madhava Rau,

With reference to your letter dated the 27th February 1934, enclosing a copy of the reply proposed to be sent by you to the Assistant Secretary of the Race Club, I am desired to state that Government have no further instructions to give in the matter.

The original enclosures received with your letter are returned herewith.

Yours sincerely,

R S
2/8/34

N.Madhava Rau, Esqr., B.A., B.L.,
Revenue Commissioner in Mysore.

Re: Race club (160

My dear Madhava Rau,

With reference to your letter dated the 27th February 1934, enclosing a copy of the reply proposed to be sent by you to the Assistant Secretary of the Race Club, I am desired to state that Government have no further instructions to give in the matter.

I am, however, to observe that the general tone of the letter proposed to be addressed to Government by the Club is not quite what it should be.

The original enclosures received with your letter are returned herewith

Yours sincerely,

RR
2/3/34.

(If meant for Comm^r to Mr Madhava Rao)
RR

Draft Silvd
RR 2/3/34

9887
RR
2/3/34

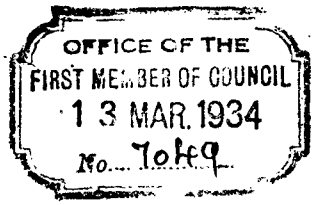
N. Madhava Rau, Esq., B.A., B.L.,
Revenue Commissioner in Mysore.

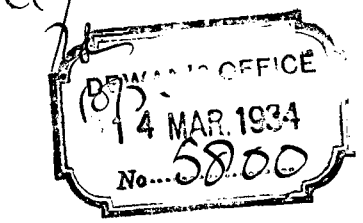
161

Mr. N. MADHAVA RAO, B.A., B.L.,
Revenue Commissioner.

NEW PUBLIC OFFICES,

Dated Bangalore, 10th March *1934.*





D. 2017

Dear Ranga Rao,

I am sending herewith a Circular received from the Secretary of the Bangalore Race Club, enclosing a draft letter to be addressed to Government, regarding the draft memorandum and articles of Association.

You will note that the present draft letter is a great improvement on the earlier one; and although it is not satisfactory on certain points, they are not of such importance as to require our pursuing them further in our capacity as Committee members. The Government could easily deal with them when they receive the letter.

Send for perusal. The points requiring action will be noted when the letter is received back.

12/3/34

Yours sincerely,

N. Madhava Rao

Mark note to H.H.

14/3

Perusal

DSM Rao 14/3.

R. Ranga Rao Esq., B.A., B.L.,

Chief Secretary to Government.

Yours sincerely,

the letter.

I assume you could easily get them from Bob Regina

[illegible]

[illegible]

[illegible]

TELEGRAPHIC ADDRESS:
"RACES"
TELEPHONE: 385

NO: 2440

BANGALORE RACE CLUB
RACE COURSE ROAD,

Bangalore, 9th April 193[illegible].

THE SECRETARY TO THE GOVERNMENT,

Bangalore Race Club.

The enclosed draft letter to the General Secretary to the Government of Mysore together with memorandum suggested to the Memorandum and Articles of Association is circulated for remarks please.

If no remarks are received at the Race Club office within ten days from this date, it will be taken as granted the draft letter is approved.

and Memorandum and Articles of Associati

Captain.
Assistant Secretary.

The General Secretary to the Certain Art of B.I. the Tate Gallery of [illegible].

Sir,

In reply to your letter No. C. 1466/1/48 dated the [illegible] December 1948 and in continuation of our letter No. C.[illegible]/100-51-5 of the 6th January last I am desired to ask you to convey to the Board Members of Council the thanks of the Committee for their courtesy in granting an interview to the delegates appointed by the Tate Club. As a result of the interview many difficulties have been cleared up.

2. My object was to ascertain whether Government are the ultimate owners of the old Agnew Tate Centre, even if it was subject to the Agnew Mortgage, which we consider doubtful, in order to protect the present position. Our contention is that when the Centre was handed over to the Tate Club for the purpose of art exhibitions for the benefit of the public. In this connection we consider that when the trustees, the public and the Exhibitions and that Government are the authors of the trust. We are bound by the terms of the 1938 agreement and we hold that so long as we do not violate that agreement nor mismanage the business we have complete control of the internal administration of the Tate Club and its finances. It is not within the power of the author of a trust to interfere with the Trustees unless they grossly mismanage the business or violate the terms of the trust deed. The claim of Government that they have the power to control the Exhibitions, the Director and the administration is, we consider totally inconsistent with the wording and spirit of the agreement and it is a claim we consider ridiculous to the members. While we welcome the assurance given to our delegates that Government have no desire to disturb the status quo we do not think that this assurance, by itself, is sufficient to satisfy us and the Trustees. It is [illegible] to us [illegible] that Government's [illegible] and [illegible] of the Tate Gallery [illegible]

c [illegible] to subject to the provisions of the aforesaid [illegible] and dilapidation.

3. [illegible] to the Board of Trustees at a General [illegible] to invite H.H. the Maharaja to [illegible] and the Committee [illegible] in lieu of the Patron and [illegible] to [illegible] to [illegible] to

racing should be controlled by a private body independent of Government as in the past. While we owe a debt of gratitude to the Government for putting the lands at our disposal we consider that Government have every reason to be thankful to the Institutions who have unreservedly given up so much of their time to further the interests of racing in Bangalore.

12. I enclose extracts from the memorandum and articles of Association with the modifications proposed in this letter. I request that a reply may be sent at an early date as the General meeting is fixed for the 3rd May 1934.

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ıe Government of Mysore.	Modifications suggested by the Race Club.
th the Government of Mysore under which l to utilise the ssion of the said rms and conditions	
a Race Club in all ar to lay out and nning of horse races, ny other kind, and r other stands, booths, stablings, and other erections, whether of a perman- ch may seem directly he Club's objects, mote race meetings, owards prizes, cups,	
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Proposed by the Club.	Proposed to be modified
3. (a). (1)	To enter into an agreement His Highness the Maharaj the company will be permi Government lands now in Bangalore Race Club on th specified therein.
3. (b). To carry on the business of a Race Club in all its branches and in particular to lay out and prepare any lands for the running of horse races, steeple chases or races of any kind, or for polo and to construct houses, Grand or other stands, totalizators, pari-mutuels, booths, stablings, paddocks, refreshment rooms and other erections, buildings and conveniences, whether of a permanent or temporary nature, which may seem directly or indirectly to conduce to the Club's objects, and to conduct, hold and promote race meetings, polo matches, horse and dog and other shows and exhibitions and otherwise utilise the Club's properties and sites and to give and contribute towards prizes, cups, stakes and other rewards.	To carry on the business its branches and in part prepare any lands for th steeple chases or races to construct houses, Gran totalizators, pari-mutue paddocks, refreshment roo buildings and convenienc ent or temporary nature, or indirectly conducive and to conduct, hold and and to give and contribu stakes and other awards. With the consent of the G lay out and prepare any conduct and hold and pro and dog and other shows otherwise to utilise the sites and to give and co cups and other rewards.
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If upon the winding up and dissolution of the Club, there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be at the disposal of the Government of Mysore, who shall give or transfer the same to some other institution or institutions having objects similar to the objects of the Club, or to such charitable object objects as may be determined by them, after duly considering any advice, which the members of the Club may tender in the matter.

3. (k). To sell, surrender, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turned to account or otherwise deal with all or any part of the properties and rights of the Club,

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...clause (d).	
...fill any casual ...bers of the ...such member of ...ent from India"	

Proposed by the Club.	Proposed to be modified
4. Club Members.- The number of Club Members shall be limited to 57 including the following gentlemen who shall be invited to become Club Members without election. H.H. The Maharaja of Mysore, H.H. The Yuvaraja of Mysore, The Hon'ble The British Resident in Mysore, The Dewan of Mysore, The General Officer Commanding, Madras District, The Steward nominated by His Highness the Maharaja of Mysore, The Committee Member nominated by His Highness the Maharaja of Mysore.	The number of Club Members including the following invited to become Club The Hon'ble The Bri The Dewan of Mysore, The General Officer The two Stewards n The two Committee
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14. (d) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any member of the Committee temporarily absent from India.	Substitute the following "To appoint a Club Member vacancy among the elected Committee or to act for any the Committee temporarily

Gen 140-31-8,

BANGALORE RACE CLUB.
RACE COURSE ROAD,

No. 2491. Bangalore, 21st March 1934

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To.

The General Secretary to the Government
of His Highness the Maharaja of Mysore,
Bangalore.

Submitted for perusal in the first instance.

Sir,

In reply to your letter No.G.3062/two G.M.140-31-5 dated the 8/9th November 1933 and in continuation of our letter No.2453 dated the 4th January 1934 I am desired to ask you to convey to the First Member of Council the thanks of the Committee for his courtesy in granting an interview to the delegates appointed by the Race Club. As a result of the interview many difficulties have been cleared up.

2. We regret that we are unable to agree with Government that the ownership of the old Agram Race Course, even if it did belong to the then Maharaja, which we consider doubtful, in any way affects the present position. Our contention is that the lands were handed over to the Race Club for the purpose of managing the business of racing for the benefit of the public. In other words we consider that we are the trustees, the public are the beneficiaries and that Government are the authors of the trust. We are bound by the terms of the 1923 agreement and we hold that so long as we do not violate that agreement nor mismanage the business we have complete control of the internal administration of the Race Club and its finances. It is not within

TELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

BANGALORE RACE CLUB.
RACE COURSE ROAD,

Bangalore, ... 193

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the power of the author of a trust to interfere with the Trustees unless they grossly mismanage the business or violate the terms of the Trust Deed. The claim of Government that they have the power to control the Committee, the finances and the administration is, we consider, totally inconsistent with the wording and spirit of the agreement and it has caused considerable alarm to the members. While we welcome the assurance given to our delegates that Government have no desire to disturb the status quo we do not think that that assurance, by itself, is sufficient to satisfy members and we are apprehensive that any proposals we may put before a General Meeting will be heavily defeated unless the Government assure the Members that the Race Club have subject to the provisions of the agreement full control over their own finances and administration .

3. Subject of course, to the assent of members at a General Meeting we are prepared to invite H.H. the Maharaja to nominate two Stewards and two Committee Members in lieu of one Steward and one Committee Member and to agree to one of these gentlemen being the Honorary Secretary. We are prepared to alter article 4 of the Articles of Association accordingly We have no objection to the proposal that the Race Club should obtain the previous permission of H.H. the Maharaja before entering into any agreement such as is more particularly described in clause 3 (f) of the Memorandum of Association but we consider that this should be inserted as a new clause in the agreement.

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"RACES"
TELEPHONE: 385

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RACE COURSE ROAD,

Bangalore, ... 193 .

4. The Committee regret that they are unable to agree to the words"With the consent of the Government of Mysore" appearing in either the memorandum or Articles of associati They also cannot agree to the words "Subject to such orders as Government may make from time to time" in the porposed modification of Article 23. It would be hopeless to attempt to persuade members to consent to abrogate to an outside body their control over their own Committee. We, however, understand from our delegates that the substitution of the words "Subject to the provisions of the agreement with the Government of H.H.the Maharaja of Mysore entered into on....." for the phrases we object to would satisfy Government. If this is so we have no objection to offer.

5. The Committee also agree to the porposed modif cation of clause 8 of the memorandum of association but consider that the word "shall" should be substituted for "may" after the words " at the disposal of the Government Mysore".

6. We have no objection to the proposed modifica of Article 24(d).

7. We should be very disappointed if H.H. the Maharaja and H.H.the Yuvaraja ceased to be members. We suggest that article 4 be redrafted to read as follows: "The number of Club Members shall be limited to 57 incl H.H.the Maharaja of Mysore who shall be patron of the and H.H.the Yuvaraja of Mysore who shall be Vice-Patr

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Of the remaining 55 members the following seven shall be ex-officio members and the remaining 48 shall be elected.

The Hon'ble the Resident in Mysore
The Dewan of Mysore
The General Officer Commanding the Madras District
The two Stewards nominated by H.H.the Maharaja of Mysore
The two Committee members nominated by H.H. the Maharaja of Mysore.

8. We have no objection to the proposed modification of Article 22 provided the Stewards and Committee Members are nominated by H.H. the Maharaja and not by Government.

9. We consider that the new agreement should follow the lines of the 1923 agreement with the following alterations and additions:-

The words "Except with the previous permission of Government should be inserted before the words " The lands/on no account should be utilised" in clause 2 so as to bring the agreement into line with your proposed alteration of memorandum 3 (b).

A clause should be inserted empowering H.H. The Maharaja to veto any union of interests as suggested in para 3 supra.

10. We are also of opinion that in the preamble of the new agreement it should be clearly stated that the new agreement cancels all previous agreements more particularly the 1923 agreement. We strongly recommend that a Government order should be issued to be read as part of the agreement in which Government should make it clear that clause 8 of the 1923 agreement, which will presumably find a place in the new agreement, refers to the emergency powers of Govern

TELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

BANGALORE RACE CLUB.
RACE COURSE ROAD,

Bangalore, ... 193 .

ment which the Government would never use in the ordinary course. We understand from our delegates that the Government assured them that these powers would never be used except in the event of gross mismanagement. As it stands at present the clause is most unhappily worded and has given rise to many misgivings as to the Government's intentions.

11. In conclusion I am desired to point out that the Committee wish, in every way to preserve the amicable relations that have existed for so long between the Government and the Race Club, but they think that it is in the best interests of both parties that racing should be controlled by a private body independent of Government as in the past. While we owe a debt of gratitude to the Government for putting the lands at our disposal we consider that Government have every reason to be thankful to the gentlemen who have ungrudgingly given up so much of their time to further the interests of racing in Bangalore.

12. I enclose extracts from the memorandum and articles of Association with the modifications proposed in the letter. I request that a reply may be sent at an early date as the General meeting is fixed for the 3rd May 1934.

I beg to remain,
Sir,
Your most obedient servant.

Captain,
Honorary Secretary,
Bangalore Race Club.

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Capt.
Hony ~~Asst~~. Secretary
Bangalore Race Club

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24. (d) To appoint a Club Member to fill any casual vacancy on the Committee, or to act for any member of the Committee temporarily absent from India.	Substitute the following f "To appoint a Club Member vacancy among the elected Committee or to act for a the Committee temporarily

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GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

Dated, Bangalore, 10th May 1934.

No. G.T.527

Gen. 140-31-9

From

The *Secretary to the Government of His Highness the Maharaja of Mysore, Development Department.*

To

The Honorary Secretary,

Bangalore Race Club.

Sir,

I am directed to acknowledge the receipt of your letter No. 2491, dated the 21st March 1934, intimating the views of your Committee regarding the modifications suggested by the Government to the memorandum and articles of association of the Bangalore Race Club now proposed to be incorporated under the Mysore Companies Regulation.

2. Incidentally, the question is raised in your letter of the legal relationship between the Club as now constituted and the Government in respect of the Race Course Grounds and the other property attached thereto. Government regret they cannot accept the theory now put forward of a trust, the Government being the authors of it, and the club the trustees. Since however, what is now proposed is a reconstitution of the Club, and Government have agreed to approve the reconstitution subject to certain safeguards, they consider that this question of the legal relationship need not be pursued further.

3. Government note that your Committee do not wish the memorandum and articles of association to refer explicitly to the necessit of obtaining the previous consent of Government in certain matters referred to in my letter of 9th November 1933, but suggest that for the words, "with the consent of the Government of Mysore," the words " subject to the provisions of the agreement with the Government of Mysore

179

Government of Mysore " be substituted in clauses, b, e, f and k of para 3 of the memorandum and that a similar alteration be made in article 23 of the articles of Association. I am to state that Government have no objection to this suggestion, so long as it is understood that the agreement to be executed should nontain the necessary conditions for obtaining the previous consent of Government in the matters covered by the said clauses and also preserve the powers of control vested in Government under clause 8 of the 1923 Agreement.

4. As regards the constitution of the Executive Committee, Government are glad to note that your Committee agree to the increased representation suggested but wish that the nominations of the two stewards and the two Committee Members may, as now, be made by His Highness the Maharaja and not by Government. I am to say that Government have no objection to the present practice being continued in this respect, and agree that article 22 of the Articles of Association may be amended as now proposed by you. The other small alteration suggested by you in respect of para 8 of the memorandum is also accepted.

5. In conclusion, I am to assure your Committee that Government have no intention of interfering unnecessarily in the affairs of the Race Club, but they feel they must reserve to themselves full liberty of action in cases of gross mismanagement.

I have the honour to be,

Sir,

Your most obedient servant,

10.5.34.

Secretary to Government,

Development Department.

T38.

G 7527 8 1978/34

Ecn/140-31-9 (180)

2 copies

To

The Honorary Secretary,

Bangalore Race Club.

Sir,

I am directed to acknowledge the receipt of your letter No.2491, dated the 21st March 1934, intimating the views of your Committee regarding the modifications suggested by the Government to the memorandum and articles of association of the Bangalore Race Club now proposed to be incorporated under the Mysore Companies Regulation.

P.W.D.

2. Incidentally, the question is raised in your letter of the legal relationship betwe the Club as now constituted and the Government in respect of the Race Course Grounds and the other property attached thereto. Government regret they cannot accept the theory now put forward of a trust, the Government being the authors of it, and the club the trustees. Sinc however what is now proposed is a reconstituic and Government have agreed to approve the reconstitution subject to certain sageguards, they assume that this question of the legal relationship need not be pursued further.

3. Government note that your Committee do not wish the memorandum and articles of Association to refer explicitly to the necessity of obtaining the previous consent of Government in certain matters referred to

in my letter of 9th November 1933, but suggest that ~~instead of~~ for the words, "with the consent of the Govt. of Mysore," the words, "subject to the provisions of the agreement with the Government of Mysore" be substituted in clauses, b, e, f and k of para 3 of the memorandum and that a similar alteration be made in article 23 of the articles of Association. I am to state that Government ~~have no objection to accept~~ have no objection to this suggestion, so long as it is understood ~~agreed~~ that the agreement to be executed should contain the necessary conditions for obtaining the previous consent of Government in the matters covered by the said clauses and also preserve the powers of control vested in Government under clause 8 of the 1923 Agreement.

4. As regards the constitution of the Executive Committee, Government are glad to note that your Committee agree to the increased representation suggested but wish that the nominations of the two stewards and the two committee members may, as now, be made by His Highness the Maharaja and not by Govt. ~~as proposed~~. I am to say that Government have no objection to the present practice being continued in this respect, and agree that article 22 of the Articles of Association may be amended as now proposed by you. They also agree that both His Highness the Maharaja and His Highness the Yuvaraja may continue to be Club Members as Patron and Vice-Patron respectively. The

182

The other small alteration suggested by you in respect of para 8 of the memorandum is also accepted.

5. In conclusion, I am to assure your Committee that Government have no intention of interfering unnecessarily in the affairs of the Race Club, but they feel they must reserve to themselves full liberty of action in case of gross mismanagement.

I have the honour to be,
Sir,
Your most obdt. servant,

General Secy. to Govt.

13/4/34

vvk.13.4.1934.

14/4/34

(180

An agreement dated the..... between the Bangalore Race Club, a limited Company incorporated under the Mysore Companies Regulation, 1917, - (hereinafter called the Race Club, which expression shall include their successors, assignees or representatives) of the one part and the Government of His Highness the Maharaja of Mysore, represented by the Deputy Commissioner, Bangalore District (hereinafter called the Government) of the other part.

Whereas the Government in their order No.R.9746-51/L.R. 514-14-3 dated 7th May 1915 were pleased at the request of the then existing Race Course Committee, to fix the nature of the tenure relating to the lands forming part of the Race Course, more particularly described in the Schedu attached hereto, and the terms and conditions subject to which the lands were to be held by the said Race Course Committee.

And whereas after the formation of the Bangalore Race Club in 1921 the Government were pleased to vest the management of the Race Course lands in a Committee constituted under the Rules of the said Bangalore Race Club subject to the terms and conditions laid down in the agreement dated the 9th day of September 1923,

And whereas the Bangalore Race Club has with the approval and sanction of Government, now been incorporated into a limited liability Company under the Mysore Companies Regulation, 1917 and Government have agreed to vest the management of the Race Course lands in the said incorporated body, namely the Bangalore Race Club, subject to the terms and conditions hereinafter mentioned:

(184

Now this agreement witnesseth as follows:-

(1) The lands which form part of the Bangalore Race Course more particularly described in the Schedule attached hereto (are and) are hereby declared to be lands belonging absolutely to Government. The lands will continue to be shown in the Government accounts as Government lands but until the further orders of Government no assessment will be levied from the Race Club.

Same as in ... agreement

(2) The said lands shall be held in the sole possession of the Race Club so long as they are utilized for a Race Course. Except with the previous permission of Government, the lands or any part thereof shall on no account be utilised for any other purpose and shall not be alienated.

£ 20 — except the ... underlined

(3) In the event of the Race Club ceasing to maintain a Race Course on the lands in question, or should for any reason the Race Club cease to continue its operation as a Race Club, the lands with all things standing thereon shall revert to Government.

Same as in 1903 agt

(4) No portion of the said lands shall be used for building purposes except to such extent as may be necessary for bona fide purposes and save in the case of temporary sheds the previous permission of Government shall always be obtained for the construction of any new building.

(5) If at any time any portion of the land is not required by the Race Club such portion shall be handed over by the Race Club to Government without any claim whatever for compensation.

(6) A map of the Race Course area in the possession

of the Race Club as well as [illegible]
with de ails be [illegible]
area, duly approved by [illegible] shall be main[illegible]
the Race Club.

(7) The [illegible] hereby agrees that except with the
previous permission of [illegible], it will not erect
any [illegible] of interest [illegible]
particularly described in para 3 hereof [illegible]
Club's memorandum of association.

(8) The Race Club hereby agrees to abide by such re-
strictions and conditions as may be imposed and laid down
by Government from time to time in regard to the [illegible]
ment or enjoyment of the lands forming part of the Race
Course or of any buildings standing thereon.

(9) The Race Club further agrees to be bound by [illegible]
terms and conditions herein specified [illegible]
lands that may hereafter be added on by agreement to
the lands described in the schedule.

(10) The Race Club further agrees that in the event of
the violation of any of the term and conditions herein
before specified, the concessions granted by these [illegible]
will be deemed to have been withdrawn and the [illegible]
buildings forming part of the Race Course [illegible]
revert to and vest absolutely in Government.

IN WITNESS WHEREOF, the parties hereto have hereun-
set their hands the day and year first above written.

(193

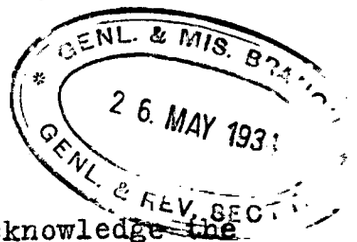
5299. Bangalore, 24th May 1934.
1138

Ref. 392.

Gen 140-31-10

To

The Secretary to the Government
of His Highness the Maharaja of Mysore,
Development Department,
BANGALORE.



Sir,

I am desired by my Committee to acknowledge the receipt of your letter No. G.7527/G.M.140-31-6, dated the 10th May 1934, on the subject of the proposed incorporation of the Bangalore Race Club under the Mysore Companies Regulations, and to request that they may be favoured with a copy of the draft agreement under which the company will be permitted to utilise the Government lands now in possession of the Club.

D.No.4599 subd. to H.H. on 23/5/34.

I am in this connection to refer to G.O.No.G7491/G.M.76-33-5, dated the 8th May 1934, in which the Government have given their consent to the diversion of the Race Course Road, but have declined the request of my Committee for the grant of a free-hold title to a site for the quarters of the Assistant Secretary in exchange for the site of the present quarters, now held in free-hold by the Club, which will be surrendered in connection with the diversion. My Committee understand that the objection of the Government is not to the construction of quarters on the old riding school site, or to their occupation so long as the Race Course is held by the Club or Company, but has relation to the danger of alienation in case a free-hold title is given. My Committee would be glad if it could be made clear in the agreement that the Government will not object to the building of quarters on the site in question or to their occupation as such so long as the Race Course remains in the possession of the Company.

I have the honour to be,

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

(187

Bangalore, Dated 18th June 1934

No. G 8859/Ec1

From

The Secretary to the Government of His Highness the Maharaja of Mysore,
Development Department.

To

The Honorary Secretary,
Bangalore Race Club,
Bangalore.

Sir,

As desired in your letter No.392 dated the 24th May 1934, I am directed to forward herewith a copy of the draft agreement under which Government propose to permit the Race Club, after its incorporation, the use of the Race Course lands.

I have the honour to be,
Sir,
Your most obedient servant,

for Secretary to Government,
Development Department.

vvk.2.

(158)

Draft I.

2 copies
G 833-9/Rc1
Dev. 140-31-11

G 18/6/34

To

The Honorary Secretary,
~~The~~ Bangalore Race Club, Bangalore.

Sir,

As desired in your letter No.392 dated the 24th May 1934, I am directed to forward herewith a copy of the draft agreement under which Government propose to permit the Race Club, after its incorporation, the use of the Race Course lands.

I have &c.,

Secretary to Government,
Development Department.

7/6

vvk.

18/6

G.M. 140-31-11.

(181)

An agreement dated the..... between the Bangalore Race Club, a limited Company incorporated under the Mysore Companies Regulation, 1917, (hereinafter called the Race Club, which expression shall include their successors, assignees or representatives) of the one part and the Government of His Highness the Maharaja of Mysore, represented by the Deputy Commissioner, Bangalore District (hereinafter called the Government) of the other part.

Whereas the Government in their order No.R.9746-51/L.R.514-14-3 dated the 7th May 1915 were pleased at the request of the then existing Race Course Committee, to fix the nature of the tenure relating t the lands forming part of the Race Course, more particularly described in the schedule attached heret and the terms and conditions subject to which the lands were to be held by the said Race Course Committee.

And whereas after the formation of the Bangalore Race Club in 1921 the Government were pleased to vest the management of the Race Course lands in a Committee constituted under the Rules of the said Bangalore Race Club subject to the terms and conditions laid down in the agreement dated the 9th day of September 1923.

And whereas the Bangalore Race Club has with the approval and sanction of Government, now been incorporated into a limited liability company under the Mysore Companies Regulation, 1917 and Government have agreed to vest the management of the Race Course

(192

Course lands in the said incorporated body, namely, the Bangalore Race Club, subject to the terms and conditions hereinafter mentioned:-

Now this agreement witnesseth as follows:-

(1) The lands which form part of the Bangalore Race Course more particularly described in the Schedule attached hereto are hereby declared to be lands belonging absolutely to Government. The lands will continue to be shown in the Government accounts as Government lands but until the further orders of Government no assessment will be levied from the Race Club.

(2) The said lands shall be held in the sole possession of the Race Club so long as they are utilised for a Race Course. Except with the previous permission of Government, the lands or any part thereof shall on no account be utilised for any other purpose and shall not be alienated.

(3) In the event of the Race Club ceasing to maintain a Race Course on the lands in question, or should for any reason the Race Club cease to continue its operation as a Race Club, the lands with all things standing thereon shall revert to Government.

(4) No portion of the said lands shall be used for building purposes except to such extent as may be necessary for bona fide purposes and save in the case of temporary sheds the previous permission of Government shall always be obtained for the construction of any new building.

(5) If at any time any portion of the land is not required by the Race Club such portion shall be handed over by the Race Club to Government without any claim whatever for compensation.

(6) A map of the Race Course area in the possession of the Race Club as well as a statement of the extent with details as to survey numbers, acreage etc., of such area, duly approved by Government shall be maintained by the Race Club.

(7) The Race Club hereby agrees that except with the previous permission of Government, it shall not enter into any agreement for union of interests etc., such as is more particularly described in para 3 clause (f) of the Race Club's memorandum of Association.

(8) The Race Club hereby agrees to abide by such instructions and conditions as may be issued and laid down by Government from time to time in regard to the management or enjoyment of the lands forming part of the Race Course or of any buildings standing thereon.

(9) The Race Club further agrees to be bound by the terms and conditions herein specified in respect of any lands that may hereafter be added on by Government to the lands described in the schedule.

(10)

(10) The Race Club further agrees that in the event of the violation of any of the terms and conditions hereinbefore specified, the concessions granted by Government will be deemed to have been withdrawn and the lands and buildings forming part of the Race Course premises shall revert to and vest absolutely in Government.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands the day and year first-above-written.

SCHEDULE.

'copy'

approved
for ~~general~~ secretary to govt.
development deptt.

3 copies
8360.
Misc 140-31-12.

18/6/34

193

Draft II.

To

The Honorary Secretary,
Bangalore ~~The~~ Race Club,
Bangalore.

Sir,

With reference to your letter No.392 dated the 24th May 1934 regarding the construction of quarters for the - - accommodation of the Assistant Secretary of the Race Club on the site of the Old Riding School, I am directed to state that there is no need to provide for this in the new agreement. It will be sufficient if you will obtain the permission of Government for such construction under clause (4) of the agreement, the draft of which is sent to you separately.

I have &c.,

Secretary to Government,
Development Department.

vvk.1.

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

1944

No. G 8260

Bangalore, Dated 16th June 1934.

From

The *Secretary to the Government of His Highness the Maharaja of Mysore, Development Department.*

To

The Honorary Secretary,
Bangalore Race Club,
Bangalore.

Sir,

With reference to your letter No.392 dated the 24th May 1934 regarding the construction of quarters for the accommodation of the Assistant Secretary of the Race Club on the site of the Old Riding School, I am directed to state that there is no need to provide for this in the new agreement. It will be sufficient if you will obtain the permission of Government for such construction under clause (4) of the agreement, the draft of which is sent to you separately.

I have the honour to be,
Sir,
Your most obedient servant,

for Secretary to Government,
Development Department.

vvk.3.

(195

Vasantha Mahal,

Mysore, 18th July 1934.

C272

201/43

GENL. & REV. SECT. 19 JUL 1934

Pieces 1/11 below a cheque & letter with file reference Law Secty. MW. 18.7.34

Dear Mr.Venkatanaranappa,

With reference to the correspondence regarding the conversion of the Race Club into a Company, in connection with which you have forwarded to them the draft of an agreement containing the conditions under which they hold the land, I have been asked by the Dewan to send you the enclosed copy of a somewhat simpler draft, which I placed before him and discussed with him yesterday, and to ask if you see any objection to its adoption.

I think you will find the changes made self-explanatory, but shall be very glad to send you a note on any of them, if you wish. Or perhaps it would be simpler if we were to discuss the matter when I come in to Bangalore at the close of the month.

I should also be grateful if you would give orders for the map and schedule to be prepared. This is a matter in respect of which the previous agreements have been very defective. That of 1915 left in the possession of the Race Club the very survey number(39) their sale of which had led to all the trouble. That of 1923 omits the survey number in the list of numbers, but still includes its area in the total area. There have been half a dozen minor changes since in respect of which neither map nor schedule have been corrected. I think you will agree in the circumstances that a completely new map and schedule are necessary.

Yours sincerely,

G.S.

(19)

DRAFT AGREEMENT

(1) The Government agree that the ~~Government~~ lands, which are described in the map and schedule attached to this agreement, and which are the absolute property of Govt shall be entrusted to the management of the Bangalore Race Club and shall be free of assessment for so long as the Race Club shall maintain a Race Course thereon.

(2) The Race Club agrees to abide by such instructions and conditions as may be issued and laid down by Government from time to time in regard to the management of the lands. In particular,

(a) they will not use them for any purpose other than that of a Race Club except with the previous permission of Government;

(b) they will build no permanent building thereon except with the previous permission of Government;

(c) they will not admit any person to a share in the management, by means ~~fm~~ of an agreement for union of interests or otherwise, except with the previous permission of Government;

(d) if any portion of the land ceases to be required for the purposes of the Race Club the fact ~~shall~~ will be reported to Government and the Race Club ~~shall~~ will be prepared to hand over the land without making any claim for compensation.

(3) The Race Club further agrees to be bound by the same terms and conditions in respect of any lands that may hereafter be added ~~on~~ by Government to the lands described in the schedule.

(4) The map and schedule attached to this agreement are certified by the Deputy Commissioner of the District on behalf of the Government, and the Government agree that, if any modifications are made in the area entrusted to the management of the Race Club, these modifications shall be entered in the map and schedule under signature of the Deputy Commissioner. The

Race Club agree to maintain the map and ~~sh~~ schedule in a prominent place in their premises and to take such steps as it is practicable for them to take to ~~see~~ ensure that they are kept up to date. [(5) In the event of the Race Club ceasing to maintain a Race Course upon the land in question, the land shall be liable to be resumed by the Governme together with the permanent structures thereon, provided that the Race Club shall be given a reasonable opportunity to remove any machine or other fixtures not being permanent buildings.

(6) In the event of any other breach of a condition of this agreement the Government shall give notice to the Race Club requiring them to carry out the provision in question. Should the Race Club fail to take the necessary action within a reasonable time after the receipt of such notice, it shall be competent ~~for~~ to the Government to withdraw all or any of the concessions granted by ~~the Government~~ this agreement.

~~IN WITNESS WHEREOF, the parties hereto have hereunto set their hands the day and year first above-written.~~

Mr. M. Venkatanarânappa, B.A.,
Secretary to Government,
Development Department.

GENERAL AND REVENUE SECRETARIAT,

Dated, Bangalore, 19th July 1934.

(198)

GOVERNMENT OF MYSORE

D.O. C 574

Dear Sir,

I am in receipt of your D.O. letter No. C.272 dated the 18th July 1934 re: the conversion of the Race Club into a Company. ~~As the question is of considerable importanee~~ The draft will be examined with the connected papers and necessary instructions taken, I shall certainly be glad to discuss this matter with you during your next visit ~~at~~ Bangalore.

Yours sincerely,

M.V.

To

Sir Charles Todhunter, K.C.S.I.,
Private Secretary to His Highness the
Maharaja of Mysore, M Y S O R E.

Ballabrooie,

199

Bangalore, 29th July 1934.

Dear Mr. Venkatanarayanappa,

With reference to the correspondence ending with your d.o. letter of the 20th instant I write to let you know that I am now in Bangalore and would be glad to know whether there are any points of difficulty in connection with the draft agreement that you would like to discuss with me.

Yours sincerely,

G. Rodriguez

TELEGRAPHIC ADDRESS
"RACES"
TELEPHONE: 385

882

BANGALORE RACE CLUB.
RACE COURSE ROAD,

Bangalore, 5th September 1934.

To

The Chief Secretary
to the Government of His Highness the Maharaja
of Mysore,
BANGALORE.

Dear Sir,

The following items being on the Agenda of a Committee Meeting to be held on 13-9-34. My Committee will be grateful if you will kindly inform them as to what stage these questions have arrived at.

I. The Agreement between the Government of Mysore and the Race Club.

II. The formation of the Club into a Limited Company.

Yours faithfully,

Captain
Assistant Secretary, B.R.C.

The file bearing G.M.D.No 206 on the subject is with the Dev. Secy. Submitted with a draft reply.
12/9.

(Dev Secy) 10/9 879

Please see if the reply is alright. Secretary's note pointed

10/9.

I think it is all right. Work issue if appd

(Dev Secy) 10/9

2nd Note. 2467 Dt 11-9-1934.

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

201

General and Revenue Secretariat

Dated, Bangalore, 11th Septr. 1934

No. G. 2467

From

The *Secretary to the Government of His Highness the Maharaja of Mysore, Development Department.*

To

The Assistant Secretary,
Bangalore Race Club, Race Course Road,
Bangalore.

Sir,

With reference to your letter No.882 dated 5th September 1934 about the marginally noted questions, I am directed to state that

1. The Agreement between the Government of Mysore and the Race Club.	the views of Govern-
2. The formation of the Club into a limited company	ment have

been communicated to you with my letter No. G.8359/G. M. 140-31-11 dated 18th June 1934. Certain modifications suggested by Sir Charles Todhunter are under consideration and a reply will be sent very early.

I have the honour to be,

Sir,

Your most obedient servant,

For Secretary to Government,
Development Department.

psk

Appendix F G—1]

(102

SUBJECT .....

.....

..... 2 copies

Section G11.

File No.

Serial No.

No. G2467

Diary No. of letter replied to .....

To The Asstt. Secretary

B'lore Race Club,

Race course Road.

General and Revenue Secretariat

( )

the *193* .

Sir, Bangalore

With reference to your le about Tu

No 882 dated 5-9-1934 ~~requesting~~

~~to inform as to what stage the~~

Date of issue ... 11/9/34

marginally noted questions have

~~arrived at~~, I am directed to sta

Signed by .... Mr VRJagalur

~~that they are engaging the att~~ Still under the ~~consid~~ consideration

of Govt.

the Agreement between the Govt. of Mysore and the Race Club. The formation of the club into Ltd. Cy.

I have the

That the views of Govt have been communicated to your letter No 9959 dated 18.6.34. Govt. are unable to accede to your request for the grant of land measuring 140-31-11 as shown in the sketch plan attached to your letter dated 8/9 and the Race Course, Secy., Asst. Secy. are not entitled to any compensation and as such they will be pleased to vacate the same very early

List of enclosures .....

Copied by ..... By 11/9

Examined by... .....

G 2574 G 14.9.34.

G.4 140-31-13 (203

2 Copies

Dear Sir,

With reference to your letter No. C.772 dated 10th July 1934, and the conversation that I had with you regarding the draft of the agreement to be executed by the Bangalore Race Club after its incorporation into a Company, I am directed to state that Govt. do not see the need ~~for any simpler~~ to modify the draft ~~as now~~ on the lines suggested by you. The Club has agreed in its Secretary's letter ~~of~~ dated 21st March 1934 that the new agreement should follow the lines of the Agreement of 9th Septr. 1923, and it is on this basis that the draft agreement sent with my letter of 10th June 1934 ~~is~~ has been prepared. I am also to point out that neither the Government nor the Race Club in all the ~~negotiations that have taken~~ place so far have ever raised the question of revising or modifying the terms of the existing agreement of 1923, except in certain particulars mentioned in para 9 of the Club's letter ~~of~~ dated 21st March 1934 referred to above and the First Member of Council in his interview with the representatives of the Club made it quite clear that Government would not agree to any relaxation of the powers of control which they have under the 1923 Agreement.

Commerce

This "simpler draft" suggested by you on a careful examination shows that it omits the preamble and that on many other points it varies the terms and conditions of the 1923 agreement, such variations almost always tending to weaken the Government's powers of control. Government are advised that a preamble showing the circumstances under which the agreement is being executed is necessary and that the document, to become legally effective, has to be in proper form and duly executed and sealed. As regards the fear expressed by you that clause 3 of the draft agreement sent by Government may be interpreted so to empower Government to claim machinery or other fixtures such as a totalisor etc., I am to state that Government have no objection to substitute the word "buildings" for "things" in the said clause, so as to make it clear that in the event contemplated therein, it is only the lands with all buildings standing thereon that revert to Government. In other respects, I am to state that Government do not wish to alter the draft sent.

Yours sincerely,

DRAFT)

To.
Sir Charles Todhunter KCSI.

1079

MR. M. VENKATANARANAPPA, B. A.,
Development Secretary to Government.

GENERAL AND REVENUE SECRETARIAT

Bangalore, Dated 14th September 1934

D. O. No. G. 2574

(204

Dear Sir,

With reference to your letter No. C. 272 dated the 18th July 1934, and the conversation that I had with you regarding the draft of the agreement to be executed by the Bangalore Race Club after its incorporation into a Company, I am directed to state that Government do not see the need to modify the draft on the lines suggested by you. The Club has agreed in its Secretary's letter dated the 21st March 1934 that the new agreement should follow the lines of the Agreement of 9th September 1923, and it is on this basis that the draft agreement sent with my letter of the 18th June 1934 has been prepared. I am also to point out that neither the Government nor the Race Club have ever raised in all the negotiations that have taken place so far the question of revising or modifying the terms of the existing agreement of 1923, except in certain particulars mentioned in para. 9 of the Club Committee's letter dated the 21st March 1934 referred to above and the First member of Council in his interview with the representatives of the Club made it quite clear that Government would not agree to any relaxation of the powers of control which they have under the 1923 Agreement.

The "simpler draft" suggested by you shows on a careful examination that it omits the preamble and that on many other points it varies the terms and conditions of the 1923 Agreement, such variations almost always tending to weaken the Government's powers of control. Government are advised that a preamble showing the circumstances under which the Agreement is being executed is necessary and that the document, to become legally effective, has to be in proper form and duly executed and sealed. As regards the fear expressed by you that clause 3 of the draft agreement sent by Government may be interpreted so as to empower Government to claim machinery or other fixtures such as a totalisor &c., I am to state that Government have no objection to the substitution of the word "buildings" for "things" in the said clause, so as to make it clear that in the event contemplated therein, it is only the lands with all buildings standing thereon that revert to Government. In other respects, I am to state that Government do not wish to alter the draft sent.

Yours sincerely,

Sir Charles Todhunter, K.C.S.I.,
Private Secretary to His Highness
the Maharaja of Mysore.

Appendix F G—1]

2 copies

(205

SUBJECT .....

.....

.....

General and Revenue Secretariat

( ) *.D

the 193 .

Diary No. of letter replied to .....

Date of issue 10/10/34

Signed by .....

List of enclosures .....

Copied by .....
6/10/34

Examined by .....

Section GAD.

File No. 140-31

Serial No.

No. G.4276/

The Asstt. Secy.,

To Bisie Race club,

Sir,

In continuation of this office letter No. G.2467 dated 11-9-34 stating that certain modifications suggested by Sir Charles Todhunter in the draft agreement between the Govt. of Bihar and the Race club proposed to be executed by the Race club after incorporation are under consideration I am directed to state that a reply has been sent to Sir Charles Todhunter in the matter of

I have etc.

pd 6/10

for Secy., Genl. Deptt.

R 5/10.

GOVERNMENT OF HIS HIGHNESS THE MAHARAJA OF MYSORE

General and Revenue Secretariat

No. G 4276

Dated, Bangalore, ... 193....
/8th October 4

From

The Secretary to the Government of His Highness the Maharaja of Mysore,
Development Department.

To

The Assistant Secretary,
Bangalore Race Club, Bangalore.

Sir,

In continuation of this office letter No.G.2467 dated 11th September 1934 I am directed to state that a reply has been sent to Sir Charles Todhunter regarding the modifications suggested by him in the draft agreement proposed to be executed by the Race Club after incorporation.

I have the honor to be,

Sir,

Your most obedient servant,

8/10/34.

for Secretary to Government,
Development Department.

B.K.M.2